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ADVENTURES FOR TSR ROLEPLAYING GAMES

SEPTEMBER/OCTOBER 1998
ISSUE #70

An ordinary darkness might be merely the absence of light, but Rebirl knew there were other, deeper darknesses. There were things in the night and in the depths of the earth, things that shunned the sun ...

— Lawrence Watt-Evans
Touched by the Gods

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Milo the wizard prepares a magical concoction.

HOMONCULOUS STEW

BY ANDREW DiFIORE, JR.

What's cooking in the Erlking Forest?

Artwork & Cartography by Diesel

"Homonculous Stew" is Andrew's first contribution to DUNGEON® Adventures. *Andrew notes that this module was intended to make the players think about stereotypes, at least where Milo and Gaid are concerned.*

"Homonculous Stew" is an AD&D® adventure for 3–5 player characters levels 2–4 (about 12 total levels), but the module is also suitable for one PC (preferably a warrior) of level 4 or 5. The module takes place in a stretch of temperate woodlands known as the Erlking Forest; however, any remote forest will suffice.

Adventure Background

Deep in the Erlking Forest lives an old mage named Milo, though most know of him only as the Wizard of the Woods. Milo, a 7th-level transmuter, spends his days puttering about his cottage, concocting strange potions and experimenting with new alteration spells. He seldom leaves his sylvan home for any reason, relegating the task of gathering food and reagents to his familiar, a puckish homonculous named Eok.

Recently, Milo was working on a potion of *ogre strength* and needed a tuft of hair from—what else?—an ogre. Milo, acquainted with most of the forest's inhabitants, knew of an ogre who lived to the southeast. So, off went Eok to fetch his master some ogre hair. Now Eok fancied himself too quick and nimble for a big, stupid ogre to catch him, but as the homonculous soon found out, Gaid is no ordinary ogre.

Gaid is considerably smarter and stronger than the average ogre (he has the statistics of an ogre chieftain), and he is well-known among the forest goblins as a trader and fierce mercenary. In his youth, Gaid served three hag sisters who once lived in the Erlking Forest. The hags conducted all kinds of dark sorcery upon the forest and its inhabitants, especially the wild elves—self-appointed guardians of the woods. Gaid was subjected to the sisters' arcane experiments as well, most of the time without his knowledge. The residual effects of these experiments permanently endowed him with a high resistance to poison and magic. The elves eventually marched against

the hags, and a great battle ensued. Ultimately, the hags were driven out. Gaid barely escaped with his own life and to this day knows not what became of his former employers. He is now content to be a bone-breaker for the Erlking goblins.

When Gaid caught Eok, he had a good idea to whom the homonculous belonged. He, too, is acquainted with the forest's inhabitants and believes Milo is some sort of hermit who dabbles in alchemy. Gaid immediately dispatched his goblin toadies to verify that the homoculous was, indeed, the wizard's property and convey Gaid's demands. Recalling the hags having similar familiars, Gaid knows the homonculous is more than a pet to Milo and sees this situation as an opportunity to extort the wizard. The adventure begins with the party's arrival at Milo's cottage shortly after the goblins have encountered the Wizard of the Woods.

For the Dungeon Master

The ogre waits for the goblins to return with news from the cottage, then he begins preparing a new dish: homonculous stew. (Last week it was pixie-potpie.) The time it takes Gaid to prepare his stew is a variable left up to the DM. Preparation includes everything save the main ingredient, the homonculous, which is added last. Off course, homonculi turn to goo when slain, but Gaid does not know that. Gaid is expecting the wizard to come looking for the homonculous, at which point he attempts to barter for some magical potions, but he waits only so long before succumbing to his hunger.

The DM has the option of playing Gaid one of two ways. He can be just an exceptionally powerful ogre bent on devouring the homonculous, in which case time is of the essence. Or he could be an unusual NPC who is receptive to bartering for Eok's life. The latter option requires the PCs to don their diplomatic hats and role-play the negotiations between Milo and Gaid. If the PCs do their jobs well, they might even get the ogre to relinquish a lock of his hair in exchange for some of Milo's new *ogre strength* potion, which Gaid can then use to make his goblins more formidable.

"Hurry, before it's too late!"

The DM should have each PC's movement rate on hand, noting the party's overall movement rate is that of its slowest constituent. Thus, a party with a dwarf (unencumbered) could trek through a "medium forest" such as Erlking Forest only at a rate of 3, or 90 feet per round. This does not mean the DM has to keep track of every step the party takes; rather, the DM can use the slower pace as a means of building suspense. What is important is that the players are mindful of time running out for the homonculous.

The ogre's den is a short jaunt from the magician's cottage. The time it takes Gaid to prepare his stew is left up to the DM. If the PCs don't arrive in time to save Eok, the homonculous dies, and Milo immediately suffers 2d10 hp damage. The PCs should be allowed to use whatever means they have at their disposal to speed up their journey (spells, magical items, and so forth). Likewise, the DM should periodically check for random encounters and weather conditions, which provide a good way to ground airborne PCs.

The characters have the benefit of Milo as a guide, reducing the chances of getting lost. The Elven Way (see map) is an old footpath originally traveled years ago by the wild elves when they haunted this section of the forest, before the goblins arrived. It has become overgrown with underbrush and is hardly discernible as a path. It is by far the quickest and safest route east of Old Forest Road. Unfortunately, it is much too narrow and winding to accommodate horses, mules, and other such mounts.

Beginning the Adventure

The PCs are traveling through the Erlking Forest when they come upon Milo fighting off the goblins. The magician has already turned one of the goblins into a giant toad, using his *polymorph other* spell, and is chasing the rest of the goblins with a *Melf's minute meteors* spell.

> You've been traveling along an old forest road. For the most part, the ride has been uneventful. The thick canopy provides a welcome reprieve

Wizard of the Woods

Since Milo accompanies the PCs, the DM should make use of his telepathic link with Eok to relay information to the PCs when they are within 480 yards of the ogre's den. This link can create an even greater sense of urgency.

Milo (human transmuter): AL LN; AC 9 (Dexterity); MV 12; M7; hp 18; THAC0 20; #AT 1; Dmg by weapon type –1 (Strength penalty); SZ M (5'8" tall); ML 15; S 5, D 15, C 10, I 14, W 12, Ch 10; *robe of useful items* (see *DMG*/178 for list of possible items), *wand of magic missiles* (18 charges), dagger, spell book (contains those below plus the recipe for creating homonculi).

Spells: *color spray, detect magic, feather fall, mending; alter self, levitate, mirror image; infravision, Melf's minute meteors; polymorph other*.

Milo is not an adventuring mage. He has a healthy fear of large monsters, ogres included. Most of his spells have little or no offensive benefit; nevertheless, he does not hesitate to use his spells or magical items to help rescue his familiar.

Milo hates to travel and prefers spending his time bent over eldritch tomes and bubbling test tubes. His lack of social graces belies a keen and inventive mind, absently absorbed in arcane calculations or formulae. His demeanor tends to put other people off, who mistakenly assume he's crazy, arrogant, or both.

Eok (homonculous): INT high; AL LN; AC 6; MV 6, Fly 18 (B); HD 2; hp 8; THAC0 19; #AT 1; Dmg 1–3; SA bite causes *sleep* (for 5d4 rounds); SZ T (18" tall); ML 14; XP 270; *MM*/192.

Eok's appearance and mannerisms vaguely reflect those of his creator. Milo made Eok several winters ago, and since then the homoculous has been a dutiful servant and the wizard's only companion. He lives to serve Milo but enjoys the time spent alone gathering things in the forest.

Like all homonculi, Eok shares a telepathic link with his master, extending to a range of 480 yards.

from the hot midday sun. A gentle breeze blows through, bringing with it all the wonderful fragrances of the woods. It's hard to imagine such a peaceful place being infested with goblins, but you have learned to heed the warnings of locals. You expect to be out of the forest by nightfall, and as long as you stick to the main road, the chances of encountering goblins should be slim.

Suddenly, as if to mock these thoughts, a loud explosion shatters the serenity. You hear several inhuman screams as a dozen or more goblins stumble out of the forest and onto the road, wisps of blue smoke trailing behind them. Most of them flounder to the ground coughing and choking. You realize that one is not a goblin at all but rather an oversized toad in goblin garb.

Another explosion and three more goblins come screaming out of the forest with their backsides on fire. They are being chased by a wizened old man shouting horrible maledictions. The panic-stricken goblins scramble in every direction. When the dust settles, the old man stands before you red-faced, panting for breath.

"Friend or foe?" he asks, collapsing at your feet.

The goblins were sent to deliver a verbal ransom demand to Milo; the dim little creatures did not expect the wizard to accost them. (Even Milo didn't think he had it in him.)

Taken aback by Milo's rebuttal, the goblins scatter harmlessly into the woods, eventually regaining their senses and regrouping outside Gaid's lair. If the PCs pursue them, the goblins lead the PCs on a merry romp through the forest, possibly into a goblin encampment or the dryad's grove (see below) but certainly not the ogre's abode.

Goblins (12): INT average; AL LE; AC 6; MV 6; HD 1–1; hp 4 each; THAC0 20; #AT 1; Dmg by weapon type; SZ S (4' tall); ML 12; XP 15; *MM*/163; studded leather, short sword, short bow, two flight arrows.

One of the goblins, Glup, has been *polymorphed* into a large, ugly toad (AC 8, MV 12, and no effective attacks). His statistics are otherwise as noted above.

Milo did not suffer any damage but collapses from sheer exhaustion. He comes to in 1d4 rounds unless the PCs revive him sooner. In any event, he assumes the PCs are of good character if they are at his side when he awakens. Seeing that they are also adventurers, he quickly relays all the events leading up to his bout with goblins. Of course, he changes the part about sending Eok to Gaid's and instead insists the ogre came with the goblins, snatched Eok, and fled before Milo could get off a spell. He believes the ogre is going to eat Eok—he believes ogres eat everything and anything—unless they can reach the den in time. Milo thinks he knows the location of the den and claims he can lead the PCs there safely, but he's afraid to face the ogre alone. If the PCs are unwilling to offer their services for free, Milo tempts them with speculations about the ogre's treasure hoard, although he cannot confirm whether the ogre has any treasure worth taking. If this is still not enough, Milo offers to pay the party 100 gp plus one or two potions of *ogre strength*, although Milo needs several days—and the proper materials—to create them. Milo can afford to pay up to 300 gp, but he's looking for help at a bargain price. If the PCs are greedy, the DM should take this into account when divvying up the story award.

Milo's home can be seen through the trees just a few yards off the road. It is a small fieldstone cottage with a thatched roof and a narrow footpath that meanders to the front door. Around back is a well, a wood shed, and a garden of some of the largest vegetables the PCs are likely to have ever seen. The goblins' "attack" caused considerable damage to his lab after Milo hurled a flaming alembic at one of them, missing the goblin and destroying several works in progress; the smell of sulfur still lingers in the air.

Although Milo has never visited the ogre's den himself, he knows how to get there from Eok's previous excursions into that area of the forest. He accompanies the PCs to the ogre's den and insists they make haste. Milo's anxiety grows increasingly worse as more time passes (especially when he regains his telepathic link with Eok), and he becomes increasingly pushy and impatient as the PCs get closer to their final destination. This could become a real problem for the PCs when encountering delays, such as wandering monsters.

The Woodsman and the Dryad

South of the Elven Way is a grove of trees claimed by a dryad named Elrinna. As the PCs make their way toward the river, small woodland animals loyal to Elrinna alert the dryad to the party's presence. The PCs are soon accosted by a ragtag young man in a worn leather jerkin and carrying a woodcutter's axe. He greets the PCs and introduces himself as Gallantri, a woodsman from the town of Skorrow, which lies a few miles north. Despite his haggard appearance, Gallantri is well-spoken, good-natured, and genuinely affable.

If asked where he's heading, Gallantri replies, "Nowhere in particular. I'm just wandering." He tries to dissuade the party from continuing along the Elven Way, telling them it is haunted and that they would be wise to follow him south along a "safer path." If the PCs agree to follow Gallantri, he leads them a few yards northeast of the dryad's grove and suggests they relax near a fallen tree, giving the curious dryad a chance to eavesdrop on the PCs' conversations and find out the latest happenings, including why ugly little goblins have been spotted running back and forth through her neck of the woods.

The woodsman does not stray far from the dryad's grove and graciously declines any offer to join the PCs. Charmed by Elrinna several months ago while out collecting twigs for kindling, Gallantri has been the dryad's lover and guardian ever since. Elrinna, a naturally curious creature, asked Gallantri to bring the PCs to her so that she could spy on them, perchance to find yet another young man worthy of her charms.

The dryad tries to remain out of sight but within earshot, using the woods as camouflage. She appears to be a beautiful elven maid, clothed only in her long tresses. Characters who are alert or on guard for trouble

have a 20% chance of spotting her through the foliage.

Though Gallantri is very winsome, he succumbs easily to jealousy, in part due the strength of the dryad's charm. If Elrinna spots a charismatic PC in the party, she emerges from the foliage and casts her *charm person* spell on the individual (preferably a male; –3 to save). No sooner does the dryad begin tempting the PC when the charmed Gallantri lapses into an uncontrollable rage, throws down his axe, and lunges at the PC. Gallantri pummels the PC with his fists, attacking with a +2 bonus to hit. The dryad is amused by Gallantri's weakness and does little to discourage him. If he is killed or subdued, however, she calls upon the *charmed* PC to defend her. She does not engage in combat herself. If the *charm* fails, she steps into the nearest oak and *dimension doors* back to her own tree. If the party subdues Gallantri and drags him out of the oak grove, the dryad's *charm* is instantly broken, but he retains no memory of his enslavement. The DM may opt to double the XP award for subduing rather than slaying the woodsman. Gallantri declines to join the PCs in their quest, being anxious to get back home.

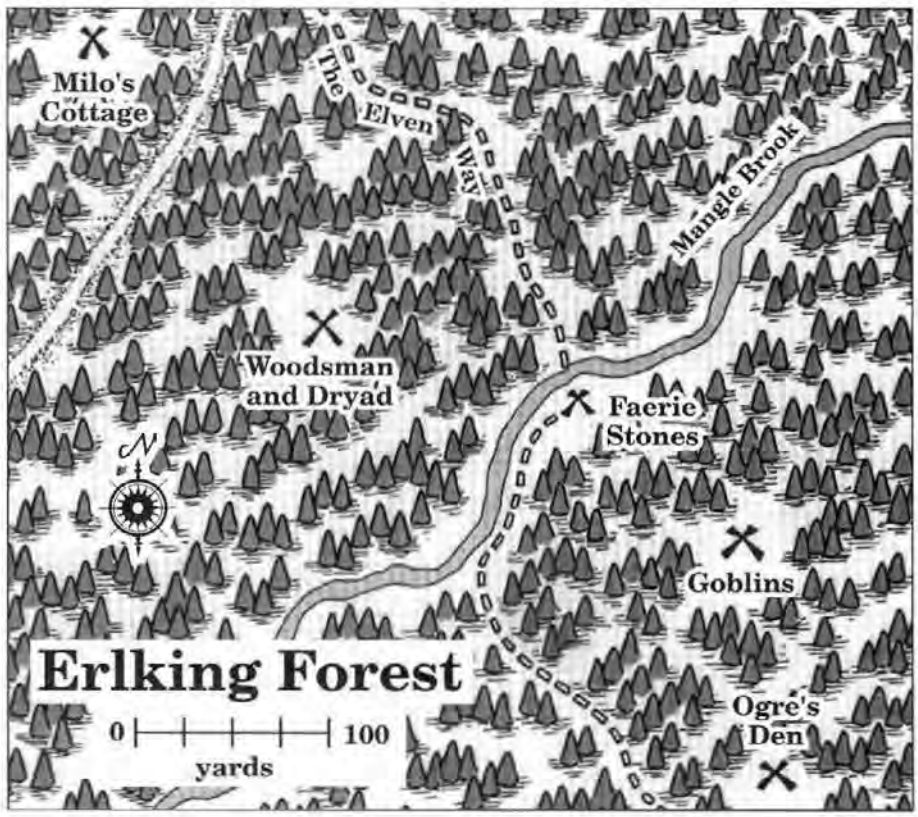
Milo has never met the secretive dryad. Although he's heard wild tales of seductive "wood nymphs," he does not place much stock in these stories. Gallantri is likewise unknown to the wizard. The dryad is aware of Gaid and his goblins, but she keeps her distance for fear that the goblins might desecrate her grove.

Gallantri (human ranger): AL CG; AC 8; MV 12; R3; hp 19; THAC0 18; #AT 1; Dmg by weapon type; SZ M (5'10" tall); ML 15; XP 65; S 13, D 13, C 14, I 10, W 14, Ch 16; HS 20%, MS 27%; woodcutter's axe (1d8/1d6), hunting knife (1d4/1d3).

Elrinna (dryad): INT high; AL N; AC 9; MV 12; HD 2; hp 8; THAC0 19; #AT 1; Dmg by weapon type; SA *charm*; SD *dimension door*; MR 50%; SZ M (5' tall); ML 12; XP 975; *MM*/93.

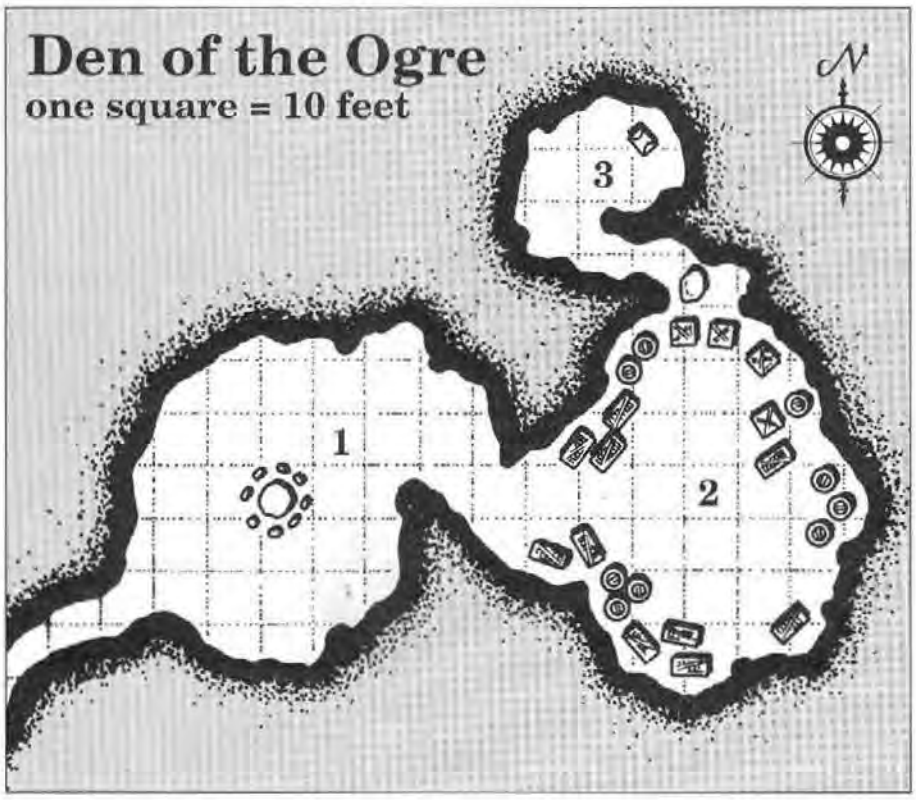
The Faerie Stones

Manglebrook is a small stream that cuts its path through the eastern portion of the Erlking Forest. The water flows at an unhurried pace for most of the brook's length except where a few gurgling cascades emerge. Its appearance, though serene enough, would hardly merit mention in a land rich with natural beauty if not for its dark enchantment. The local folklore has it that the waters were poisoned by an evil witch washing her clothes among the rocks upstream. No one in recent memory has actually seen this witch, but it is true that anyone who drinks from or bathes in the brook must save vs. spell or suffer the effects similar to that of a *cursed* scroll (see *DMG* for list of possible curses). There are many tavern tales of thirsty travelers who couldn't resist a drink from the crystalline waters, only to awaken the next day to find themselves as hairy as woolly rothé. In most cases the effects wear off in 1d4 weeks, but some may require a *remove curse* spell (at the DM's discretion). Milo has never imbibed water from the brook and would find its magic both intriguing and amusing, so long as he was not among the cursed!



The Elven Way leads to the only crossing in the Erlking Forest: six stepping stones known as the Faerie Stones. Over the decades, the brook's enchantment has instilled these rocks with the ability to move on their own. The rocks tend to spread themselves out across the brook, but they have been known to cluster together on one side of the brook or the other. When they sense a humanoid figure within 10 feet of the either shore, any rocks not currently stepped on move toward the figure. When someone steps onto a stone, it glides slowly and smoothly across the brook, depositing its passenger safely onto the other side.

The brook itself is 30' wide and roughly 3' deep in the middle, gradually becoming 2' deep at the edges. The stones are relatively small (the largest being only one foot in diameter) and can carry one M-size or smaller creature. The real trick is avoiding the water leapers when a stone reaches the middle. These frog-like fish can leap out of the water and glide toward a target up to 30 feet away. As they leap, the water leapers emit an ear-splitting shriek, and anyone failing to save vs. spell cannot act for one round. Any person struck by a



leaper must make a successful Dexterity check or fall into the brook.

Water leapers (14): INT semi-; AL N; AC 8; MV sw 12; HD 1–1; hp 4 each; THAC0 20; #AT 1; Dmg 1–4; SA shriek, leap; SZ S (3' long); ML 9; XP 65; *HR3*/53.

Den of the Ogre

The following text assumes the party has reached the ogre's den in time to save Eok from the stewpot. If this is not the case, adjust the information accordingly. Any goblins who escaped Milo's wrath earlier have warned Gaid of the wizard's temper, and so Gaid has advised his remaining goblins not to kill or injure the mage; the PCs, on the other hand, are another story.

> The path winds up through a shallow gulch to a large cave surrounded by bones and debris. The gulch is clear of trees and is well-trodden. Along the slopes thick brambles threaten to trample the scrub brush lining the top perimeter. The cave mouth has been bedecked with strings of skulls, mostly of large animals, that clatter together in the breeze like macabre wind chimes. Ten goblins stand huddled around the entrance.

Ten goblins stand at the mouth of the cave, and six more hide among the brambles 20 feet down the path. They remain hidden unless the PCs search the bushes to discover them or battle breaks out at the cave.

One of the goblins hiding in the bushes makes a bird call to warn the others of approaching intruders. They keep arrows cocked and their bows ready to fire, just in case things get ugly. The goblins standing near the entrance have orders to let the wizard pass, but the characters are held back. If the PCs make a show of force, or if Milo threatens them again, the goblins must make a morale check at –4. If the roll fails, they let the heroes pass. If the roll succeeds, the goblins attack the heroes until half their numbers are slain, at which point they run into the woods while the goblins hidden in the brambles pepper the PCs with arrows. Combat automatically alerts Gaid of intruders, but he does not intervene; in fact, he waits in area **2** for the PCs to come to him. Killing off the goblins irks him, but not overly so; there are plenty more where they came from.

Goblins (16): INT average; AL LE; AC 6; MV 6; HD 1–1; hp 4; THAC0 20; #AT 1; Dmg by weapon type; SZ S (4' tall); ML 12; XP 15; *MM*/163; studded leather, shield, short sword, short bow, 1d4 flight arrows.

1. Kitchen. The first thing the PCs notice when they enter is the enticing aroma of stew cooking in a large black cauldron suspended over an open pit in the middle of the cave. Fastooned from the roof are bales of wild herbs, fruits, vegetables, cheeses, and two live feral piglets (in sacks). Around the firepit are piles of filthy earthenware, among them a decanter of dandelion wine which, though highly intoxicating, bestows temporary amnesia (lasts 24 hours) and the same benefits as a *potion of vitality*.

The goblins use this area as their sleeping quarters. Several mangy hides lie about on the floor. If the PCs bother to search these, they find a non-magical dagger and 3d6 × 10 cp.

2. The Ogre's Den. This cave is cluttered with bags, boxes, and barrels containing armor, weapons, furs, spirits, and other miscellaneous trade goods—crude by human standards. However, if all 23 containers are thoroughly searched (a time-consuming process impossible to perform with the ogre around), the following items can be found: 500 cp disguised as gold coins, 45 torches, 17 uncured animal hides worth 1d6+4 sp each, five afghans worth 5 gp each, two jugs of rum worth 25 gp each, a suit of plate mail, and a quiver of twenty silver-tipped arrows.

Gaid sits at a "table"—actually a sliced-off stalagmite—in the middle of the cave. Behind him hangs a lantern and a round "bird cage" made of bone and sinew. Inside the cage squats Eok; his wings have been clipped so he cannot fly. The cage has a crude padlock (+5% bonus to a thief's Open Locks ability), and the bars can be snapped with a successful Bend Bars roll at +10%. On top of the desk are three leather sacks (holding 50 sp, 63 ep, and 42 gp respectively) and a large iron-bound ledger Gaid is currently scribbling in.

When the party enters, the ogre seemingly does not notice their presence and waits a round or two before lifting up his head long enough to ask: "Come to barter?" At this point, the PCs must decide the best course of action. If they decide to barter, Milo is reluctant to give up his potions to the likes of Gaid and may even demand that the PCs kill the ogre. But if they refuse to do so, Milo has little choice but to relent.

Gaid is surprisingly articulate for an ogre, though still a bit gruff. He is crafty but blunt, and he reveals the truth about how the homonculous came into his possession, a fact that might change the PCs' impression of the wizard.

If the situation becomes hostile, Gaid picks up a heavy crossbow (hidden behind the stalagmite-table) and fires one bolt for 1d8+1 hp damage. He then leaps over the stone table and attacks with his cudgel.

Gaid (ogre): INT average; AL NE AC 4; MV 9; HD 7; hp 37; THAC0 13; #AT 1; Dmg 1d10+6 or by weapon type (+6); SA 18/00 Strength; SD +5 to save vs. poison and spell; SZ L (10' tall); ML 14; XP 1,400; *MM*/272; chain mail, owlbear skin, heavy cudgel (2d6+6 hp damage).

Gaid appears more like a hill giant than an ogre, standing 10' tall and weighing nearly 500 lbs. Indeed, he may even have some giant blood running through his veins. He wears a poorly cured owlbear skin over his chain mail shirt, affording him an additional –1 AC bonus. He wields an enormous cudgel but loves to brawl, often picking up smaller opponents and hurling them into walls for 1d6+6 hp damage.

As a result of wizardly experiments conducted on him by his former hag employers, Gaid is more resistant to both poison and magic, gaining +5 on his saving throws.

Gaid the ogre has ways of dealing with unwelcome guests.

3. Treasure Cave. This chamber is sealed by a large, round boulder that requires a Strength of 18 (or a combined Strength of 26) to roll aside. The ceiling is considerably lower than the rest of the den—only 6' high. The air is particularly dry and warm, almost hot. A soft vermilion glow emanates from a strange lichen that grows upon the walls. The lichen retains heat generated by four flamelings kept here as guardians. If removed, the lichen shrivels into dry brown flakes in 1d4 rounds.

Against the far wall is a large chest toppled over on its side, spilling glittering treasure onto the floor.

There are also three empty wine bottles and four empty oil flasks lying about. (The flamelings devoured their contents.)

When someone enters the cave, the flamelings leap out from behind the chest and squat before that person like dogs sitting up to beg. One of them asks in a slow, sibilant voice, "Masssster, what you bring ussss?" They do not distinguish one humanoid from another and seem ambivalent to whomever they addresses.

If the party is quick to offer up a flask of oil or bottle of wine, the flamelings allow the PCs to pilfer Gaid's treasure unhindered. Otherwise, these creatures attack in the next round. In addition to their bite and tail slap attacks, flamelings can hurl miniature *fireballs* at opponents up to 10 feet away, twice per round. Each fireburst has a radius of five feet and inflicts 1 hp damage only; however, flammable material must successfully save vs. magical fire or be ignited.

The spilled treasure includes: 780 cp, 408 sp, 92 gp, 10 assorted gemstones (3 × 10 gp, 5 × 50 gp, and 2 × 100 gp respectively), six pieces of jewelry worth 360 gp total, a *ring of infravision* (60' range) that might be counted among the other jewelry unless a *detect magic* is used, a *short sword –1*, and a scroll with three priest spells cast at 8th-level: *cure light wounds, slow poison,* and *remove curse.* The scroll is stored in a plain metal tube with a wax plug.

Concealed behind a false panel in the bottom of the chest is an odd-looking medallion carefully wrapped in a piece of osquip leather. The medallion has a cryptic arabesque design wrought of black nickel and set with a red ovoid spinel (seemingly

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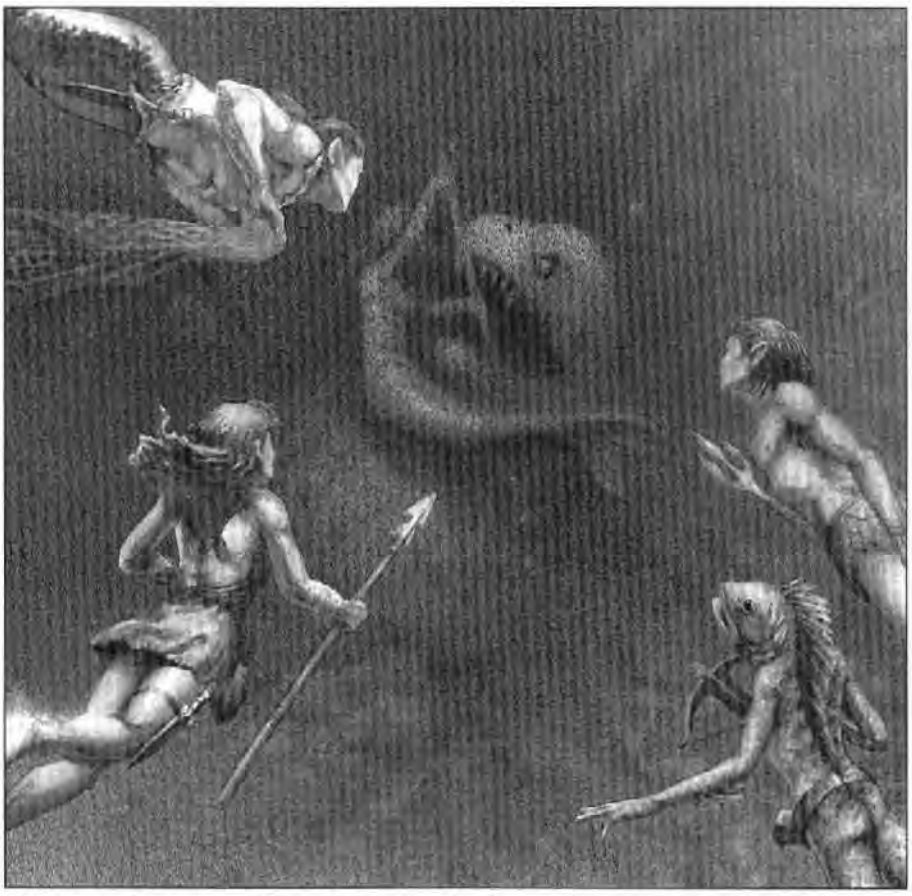


Undersea heroes confront terror in the form of a giant moray eel.

THE MAZE OF THE MORKOTH

BY JAMES WYATT

Denizens of the deep

Artwork by Bob Klasnich
Cartography by Diesel

By the time this adventure sees print, James will have reached the ripe old age of 30. Although James' adventure is designed for undersea heroes, it works equally well with surface folk who dare face the perils of the deep.

"The Maze of the Morkoth" is an AD&D® adventure for 3–5 aquatic characters of level 4–6 (about 25 total levels). Five sample characters are included with this adventure. Alternatively, players can use the rules for creating aquatic PCs found in "Heroes of the Sea," in *DRAGON Magazine* #250.

The DM should review the rules governing underwater survival, visibility, combat, and spellcasting as presented in *Of Ships and the Sea* (*OSAS*). The adventure takes place on a continental shelf off the coast of an island archipelago.

For the Dungeon Master

Hundreds of years ago, the island of Orelia disappeared in a volcanic eruption that filled the sky with smoke for nearly a month. Its capital, the gleaming city of Dir-Emlis, was first buried under lava and ash, then sunk beneath the waves, lost forever to the surface world. Famed for its pottery and bronzeware, Dir-Emlis had been a jewel in the Duqan Empire's crown, and its loss was mourned by thousands.

Over the centuries, ocean currents and seaquakes have worn away at the sunken island, and two small tunnels now lead from the ocean water into the ruins of Dir-Emlis. One is nestled away among the crags of sunken Orelia. The other is in the deep-water region known to the local seafolk as the Maze of the Morkoth. Here in the depths are several tunnel entrances from which no creature ever returns alive. Within the morkoth's lair is another tunnel, one that leads up into the heart of the island to Dir-Emlis.

A few weeks ago, an explorer from the surface world found his way into the sunken city. A dwarven master of psionic powers, Delmek took up residence in an air pocket within the ruins, and set out to explore the ruins fully. (Note: If you do not use psionics in your campaign, Delmek can be a human wizard instead. Alternate sta-

tistics for Delmek as a wizard are presented in a sidebar later in this adventure.) The ancient pottery and bronzeware Delmek found offered instant wealth, but he was most intrigued by the tunnel he discovered, filled with swirling hypnotic lights. Easily able to resist the morkoth's hypnotic bait, he sent his mind into the tunnel and made contact with the creature's mind. Greedy for power, he used his mastery of both telepathic and psychometabolic disciplines in an attempt to steal the morkoth's most impressive ability: a resistance to magic so strong as to reflect spells back upon their casters. He has already attained limited success in this effort. Unfortunately, prolonged contact with the alien mind of the morkoth has driven Delmek to the brink of sanity. He is growing increasingly paranoid, and he constantly fights delusions that he is a morkoth himself.

A creature of considerable intellect, the morkoth has detected the intrusion into its mind and body. Furious but also intrigued, it sent minions into the nearby communities of sea elves and locathah to find the "sorcerer" who was so brazenly attempting to steal its power. These minions—a malenti assassin, a brutish vodyanoi, and several koalinth thugs—are even now wreaking havoc in these peaceful communities, kidnapping the chief locathah shaman and attempting to kidnap the leader of the sea elves. The PC heroes are called upon to solve these crimes and end the morkoth's reign of terror.

Blood in the Water

The PCs begin the adventure traveling along a major ocean current, swimming at a depth of around 200 feet. It is a clear day in clear water.

As they travel, the PCs stumble across the morkoth's agents at work. Prince Ethelinn, leader of the sea elven community near the morkoth's lair, is traveling with a retinue of eight guards in a seashell chariot towed by two giant seahorses. Unknown to him, one of his trusted guards is the morkoth's malenti spy, Ek-bellinos (see sidebar). A group of koalinth drop onto the elven party from above, and the malenti, seeming to rush to his leader's side, actually pricks him with a needle coated with paralytic poison. As the koalinth descend, the guards swim into a defensive position, but Ethelinn is powerless to use his magic in his defense. Ek-bellinos swims down into the murky depths and away from the ensuing battle.

Read the following description to the players:

> The warm current at your back carries you easily along through the deep blue water. Above you, the surface shimmers with the light of the noontime sun. Below you, the ocean water deepens to blackness. Suddenly, the constant hum of underwater life is overshadowed by the sounds of battle a few hundred yards ahead. Voices cry out in pain as metal clashes against metal, but in the dark water you can't see any sign of the combatants.

The battle is in progress 250 yards ahead of the PCs. If the PCs advance, it takes at least a round before they can even see that the combatants are humanoid. At that distance, read the following:

> You discern five humanoid figures and two giant seahorses clustered together. Tethered to the sea horses is a seashell chariot with a rider. Descending upon the cluster are eight attackers armed with crossbows, spears, and harpoons. Two humanoid bodies float lifeless in the water.

PCs who advance one more round can discern the combatants. The five humanoid figures clustered together are sea elves. Prince Ethelinn rides in the chariot. The two dead bodies are also sea elves. The other humanoids are koalinths. All are locked in melee except one of the koalinth who is heading for the seashell chariot with a big net, while the figure in the chariot remains motionless.

PCs can close with the koalinth and attack in the next round. Also in that round, however, the koalinth with the net attacks the sea elven leader, who is completely paralyzed by the malenti's poison. If the koalinth's attack is successful, both he and the elf vanish, teleported by the magic of the net back to the morkoth's lair. At that point, the koalinth shift to defensive tactics and attempt to retreat.

Koalinth leader: INT very (12); AL CE; AC 4; MV Sw 12; F4/P4; hp 18; THAC0 14; #AT 1; Dmg 2d4+1 (harpoon); SZ M (7' tall); ML 14; XP 270; *MM*/191 (hobgoblin).

Spells: *cure light wounds, pressure resistance*, remove fear; hold person, chill metal.*

* *Pressure resistance*, described in *OSAS*, doubles the recipient's maximum functioning depth for 1 turn + 1 turn/level. Its range is touch, and it affects only one creature. The casting time is 3.

Koalinth netter: INT average; AL CE; AC 5; MV Sw 12; F2; hp 15; THAC0 18; #AT 3/2; Dmg special (net); SZ M; ML 13; XP 120; *MM*/191 (hobgoblin). This koalinth carries a *net of teleportation*, which upon command transports the wielder to the location desired, along with anyone or anything within the net.

Koalinth crossbowmen (6): INT Average (8); AL CE; AC 5; MV Sw 12; HD 1+1; hp 4, 4, 5, 6, 8, 9; THAC0 19; #AT 1; Dmg 1d6+1 (crossbows) or 1d6 (spears); SZ M; ML 11; XP 65; *MM*/191 (hobgoblin).

Prince Ethelinn (aquatic elf leader): AL CG; AC 6; MV Sw 15 (0 while paralyzed); F5/W4; hp 28; THAC0 15; #AT 1; Dmg 1d6+2 (trident, two-handed); MR 90% to *sleep* and *charm;* SZ M; ML 16; S 17, D 11, C 15, I 16, W 12, Ch 14; XP 650 (for rescue); *MM*/110.

Spells: *light, magic missile, shield; ESP, strength.*

Aquatic elves (5): INT high (14); AL CG; AC 6; MV Sw 15; HD 1+1; hp 3, 4, 5, 6, 9; THAC0 18; #AT 1; Dmg 1d6+1 (trident); MR 90% to *sleep* and *charm;* SZ M; ML 13; XP 420; *MM*/110.

Assuming that the PCs help the elves battle the koalinth, they are welcomed as allies by the elves when the battle is done, whether or not they succeeded in preventing Ethelinn's capture. If any koalinth are captured, they speak only this obscure warning: "Seek not to steal what is not yours. My master will reclaim what has been lost." (If they can identify spellcasters among their captors, the koalinth direct this warning particularly at such individuals.) They steadfastly refuse to reveal the

The Morkoth's Minions

While morkoths tend to wait like spiders in the centers of their maze-like tunnel complexes, waiting for prey to come to them, they are intelligent and scheming creatures. Most have plans and desires with regard to the world beyond their tunnels, and they sometimes mastermind grand intrigues that affect even the surface world, using allies and slaves to bring them to fruition. The morkoth of the Maze is no different, and it maintains a stable of useful agents that come into play in this adventure. Of these, the most important agent is a malenti spy and assassin called Ek-bellinos.

Ek-bellinos shadows the PCs throughout the adventure. He has been moving among the sea elves and locathah, gathering information about the communities. Taking on the identity of a sea elven soldier named Rethenn, he has inserted himself into the royal guard of the sea elven Prince Ethelinn, allowing him to facilitate the kidnap attempt that begins the adventure. When the PCs arrive, his attention turns quite naturally to them.

Ek-bellinos (malenti assassin): AL CE; AC 5; MV 15; F7; hp 50; THAC0 12; #AT 5; Dmg 1d6+3; ML 14; S 17, D 15, C 13, I 14, W 12, Ch 14; *MM*/111; *short sword +3* (specialized), *pendant of disguise.*

Useful to the morkoth for different reasons, Mulgrek the vodyanoi is a brute. He is responsible for the kidnapping of Sheh'pue the locathah before the start of the adventure, and he serves in similarly blunt ways throughout the rest of the adventure.

Mulgrek (vodyanoi brute): AL CE; AC 2; MV 6; F6; hp 52; THAC0 15; #AT 3; Dmg 3–12/3–12/1–10; ML 14; S 18/87 (+2/+4), D 11, C 15, I 9, W 10, Ch 7; *MM*/352 (umber hulk).

Finally, the morkoth has a number of koalinth minions. These aquatic hobgoblins stage the kidnapping attempt on Prince Ethelinn that begins the adventure, under Ek-bellinos' leadership. Their leader is a 4th-level fighter/cleric, and another of them is a 2nd-level fighter. The entire koalinth band is detailed in the opening scene of the adventure. The koalinth do not appear in the rest of the adventure.

The following sections describe the actions of Ek-bellinos and Mulgrek during each section of the adventure. Even the best-laid plans of morkoth and malenti can be foiled by clever or powerful PCs, so it is quite possible that some minions will not be around to play the part described for them below. In this case, the DM can either ignore the event described or assign the part to another minion.

Blood in the Water: Ek-bellinos is important in the opening scene of the adventure, though he has just left the stage. He poisons the elven Prince Ethelinn, allowing him to be more easily captured by the morkoth's koalinth agents. He returns to the sea elven community the next day, assuming a new identity. He murders a prominent merchant named Hadra in Velissimi, and takes on his identity using his *pendant of disguise.*

If the kidnapping was successful, Ek-bellinos' task at this point is to keep an eye on the PCs. He does this as surreptitiously as possible, making use of Hadra's extensive connections within the community more than first-hand observation to keep tabs on their actions. In this way, he learns everything the PCs learn and communicates this information to his master.

If the PCs prevent the morkoth's minions from capturing Prince Ethelinn in the opening scene, Ek-bellinos has the additional job of masterminding a second attempt. Since he recognizes the PCs' potential for foiling his plans, he attempts to schedule the kidnapping for a time when the PCs are away from Velissimi, either in Blu'eh or on their way to the next part of the adventure. He conducts the attempt personally and, in the PCs' absence, is almost guaranteed of success.

Mulgrek remains out of the action in this part of the adventure, and the koalinth have a part in the opening kidnapping attempt only.

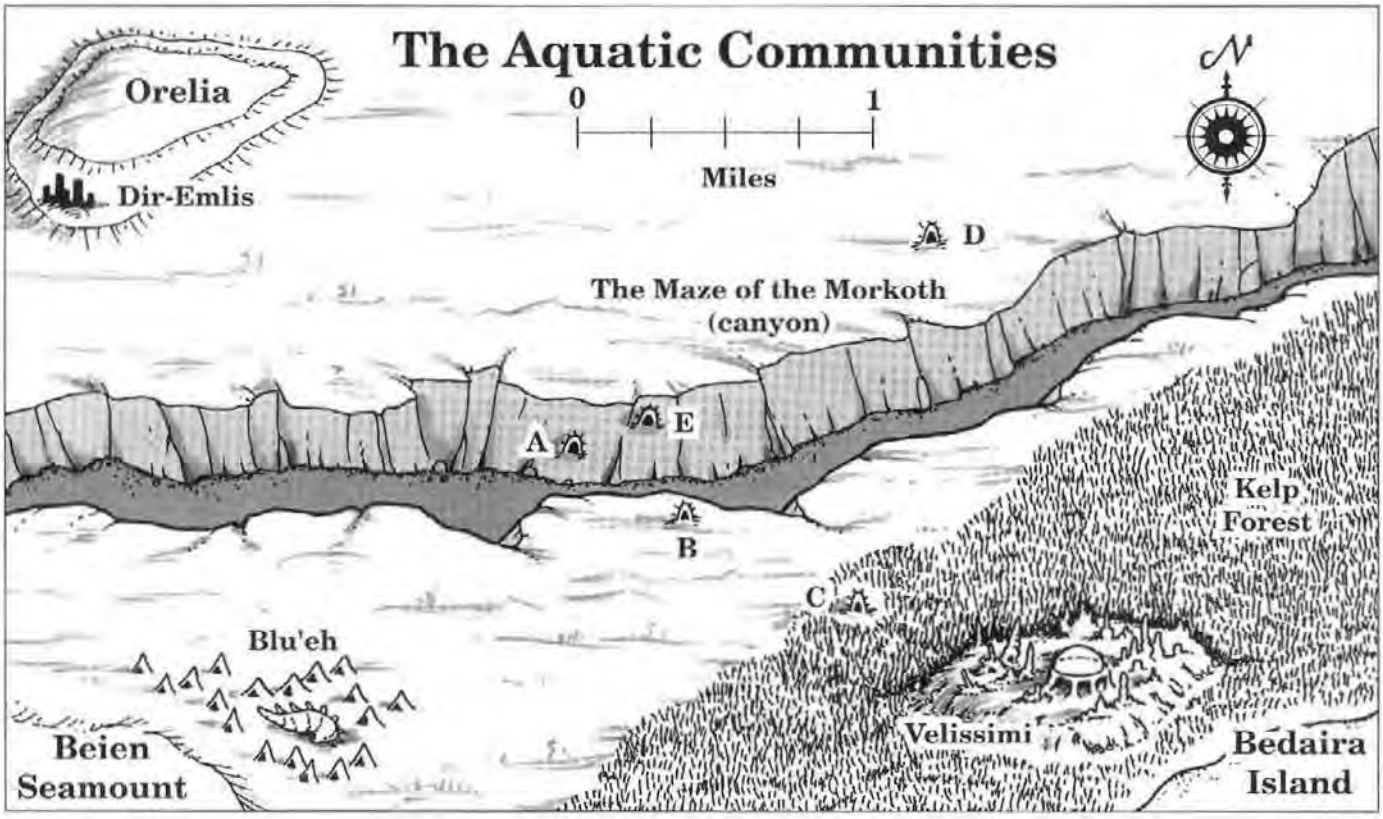
The Sunken City: Ek-bellinos follows the PCs when they leave Velissimi, including a trip to Blu'eh or elsewhere. He maintains a safe following distance, relying on his superior vision to allow him to follow the characters while remaining out of sight. If they seek out the Sunken City before entering the morkoth's lair, he follows them into the ruins, keeping his distance. If the PCs are carrying a light, it is easy for him to stay in the darkness and observe their progress. When they are inside buildings in the city, he surreptitiously observes them through windows. He is an experienced spy, skilled at remaining out of sight. Only if a player specifically states that his character is looking out the windows of a building does the PC have a chance of spotting Ek-bellinos: the character can attempt a Wisdom check at –2 to catch a glimpse of the malenti. Otherwise, he remains completely unseen.

If the PCs meet Delmek and then enter the morkoth's tunnels, Ek-bellinos continues to follow them but sends the vodyanoi Mulgrek to kill Delmek. When the PCs return from the Maze, They find the vodyanoi's corpse floating in the water near Delmek's house. Delmek's paranoid mind sees Mulgrek as a minion of the PCs, and he accuses them of sending their brutish minion to kill him.

The Maze of the Morkoth: Ek-bellinos follows the PCs into his master's tunnels, whether they enter from the Sunken City or from the outside. Though he is immune to the hypnotic patterns in the tunnels, thanks to his long exposure to them, he pretends to be affected and swims fast enough to catch up to the PCs. Appearing as one of the elven soldiers the PCs dealt with in Velissimi, he hopes to gain the PCs' trust and journey with them to the central chamber of the Maze.

Once the PCs reach the central chamber, Ek-bellinos fights for his master, attacking characters who are not charmed and trying to prevent anyone from interfering with characters who have succumbed to the morkoth's charm.

If the PCs enter the Maze before exploring the Sunken City, they encounter Mulgrek when they are leaving the Maze. The hulking vodyanoi blocks the tunnel ahead of them, and attacks viciously, knowing that the PCs were responsible for destroying his master.



identity of their master or what has been stolen. Charm magic and *ESP* spells reveal only that the koalinth serve an entity from the darkest depths—but this entity has neither a name nor a recognizable form.

The elves have a small coral city nestled among this kelp bed. The elven city, and the neighboring locathah community, are shown on Map One and described in the sidebar below. The elves invite the PCs to their city, and hurry there to spread the news about their leader's capture (or the capture attempt). They bring the PCs to the city forum (shown on Map One: The Aquatic Communities).

It is not until they are in the forum that any of the elves realizes that one of their number is unaccounted for: the guard Rethenn. Rethenn was killed by the malenti spy Ek-bellinos, who skillfully assumed the guard's identity using his *pendant of disguise* (a variation of the *hat of disguise*). The other royal guards think very highly of Rethenn and refuse to believe that he could be a traitor. They are deeply grieved by their apparent oversight in leaving his body behind and vow to return to the battlefield the next morning to recover it (an expedition doomed to failure).

Shortly after the PCs arrive in the forum with their elven escorts, a messenger from the nearby locathah community of Blu'eh arrives. Read the following to the players, in the midst of their conversation with the elves:

> While you speak, your elven hosts are suddenly distracted, looking behind you across the forum. An eel over 10' long is snaking its way into the light under the forum dome, and now a rider floats free of a saddle-like harness and swims toward you. The rider is a locathah, her rich yellow scales glinting in the magical light. As she approaches, you can see that her gills flutter quickly from exertion, and a look of fear clouds her fish-like eyes. The elves begin to swim toward her, seeming to forget about you completely.
>
> The locathah touches her forehead, her lips, and her gills in a formal ceremonial greeting, while announcing her identity and mission: "I am Pae'el, messenger from Blu'eh. I bear an urgent message for His Highness, Prince Ethelinn."

If Ethelinn was not captured by the koalinth, Pae'el delivers her message as intended. If he was captured, Pae'el is taken aback by the news but delivers the message to whomever she deems fit to hear it:

> "Peace and greetings from your neighbors in Blu'eh. The elders of the Gluen nation speak these words to Prince Ethelinn and the people of Velissimi.
>
> "You are well acquainted with Beloved Sheh'pue, Caller to the Deep, Chosen of Eir. Her counsel, invaluable to us, has been useful to you in the past as well. Her spiritual kinship with the priests of your people has brought our nation and yours close together, and we send this message now because of the friendship she has done so much to build.

The Aquatic Communities

While the PCs spend some time in both the elven city of Velissimi and the locathah community of Blu'eh, these settlements are not the focus of the adventure. Ideally, the PCs should move through both communities fairly quickly, talking with the people they need, then going where the action is.

Velissimi, the Coral City of the Aquatic Elves

The coral city Velissimi is a masterpiece of elven craftsmanship. Nestled among the kelp bed that provides sustenance for the aquatic elves, the city is grown from live coral into graceful arches and slender spires that provide little shelter but create an atmosphere of peace and beauty. The highlight of the city is a gigantic crystal dome, an ancient gift from a surface-elven community, which stands over the forum, resting on nine massive coral pillars. From below, the dome is lit with a soft magical light that makes it look like the dome of the sky. From above, the dome's light only peeks through tiny holes in a dark surface, holes that perfectly mirror the stars of the surface world. The forum itself is an open plaza, only sparsely dotted with merchants lining up their wares on oversized shells.

Velissimi is a city on the decline. Few children are born in the city, while many are killed by humans, sharks, and other dangers. Many of the oldest and wisest elves have undertaken their last journey to the Celestial Grotto of Arvanaith. Habitation is now concentrated in the central part of the city, while the outlying areas are deserted. Caretakers still ensure that the coral's growth continues harmoniously with the design of the structures, and that kelp and algae do not overgrow the architecture, but these areas are rarely visited by anyone else. In fact, Prince Ethelinn was formerly called King, but as he watched his city dwindle, in sadness he took a lesser title for himself.

Despite this decline, or perhaps because of it, the center of life in Velissimi is not the forum, but the neighboring temple of Eir, an important aquatic deity. The elves of Velissimi are fervent in their devotion to this deity of the sea, believing that their devotion can save them from extinction.

Blu'eh, the Locathah Settlement

Locathah are migratory people. They spend the winters in warm tropical waters, where they build elaborate coral fortresses. In the summer, they travel to breeding areas in cooler seas. Blu'eh is one of these breeding areas. As such, it is not an elaborate construction of coral and shells, but rather a plain collection of simple shelters made from skins and whalebone. Unlike the neighboring sea elven city, Blu'eh bustles with life and energy.

The locathah live as hunters and gatherers, dividing the tasks of maintaining the community between the genders in a traditional way. Every morning, the males of the community swim into the surrounding waters to find large fish to feed their families—tuna, swordfish, or even small whales. Meanwhile, the females gather food from the abundant aquatic habitat—mussels, oysters, starfish, crabs, seaweeds, and anemones all provide tasty morsels for the locathah.

The only buildings in the community are the tents in which locathah families live. There is no need for public buildings; when gathering or commerce are necessary, the locathah gather in the open water. The one notable feature of the community is the sacred conch—an enormous shell over 10' long—that serves as a gathering point for worship (led by the recently-kidnapped shaman Sheh'pue) and for the council of elders which governs the community. The conch is the focal point of community life for the locathah, and they believe it to be a gift from Eir and a medium for communication from the god. Thus, they defend it fiercely and forbid anyone but the shaman to touch it.

"Beloved Sheh'pue is dead—may the Tempest's wrath fall on her killer! A hulking brute, a vodyanoi, rose from the deeps to hunt her, and it made her his food.

"Our warriors hunt the deeps in search of the brute, but still find nothing. We send you this word so that you may share our grief and our anger, and also share our fear of this brute returning to claim another prize for the deeps."

Pae'el (locathah female): AL NG; AC 5; MV Sw 12 (24 with ring); B4; hp 18; THAC0 19; #AT 1; Dmg 1–6 (short sword); SZ M; ML 9; S 10, D 15, C 12, I 13, W 15, Ch 16; *MM*/228; short sword, *shell-ring of swiftness* (worn as a pendant, this item doubles the wearer's movement rate and affords a +2 initiative bonus).

Spells: *color spray, message; mirror image.*

Once freed from her formal role as a messenger of the locathah elders, Pae'el's true personality begins to shine. Like others of her kind, she is thoughtful and level-headed, concerned for balance in the world and trying to live in harmony with the sea. In Pae'el's case, though, these qualities are suffused with a genuine enthusiasm and love of life that makes her pleasant to be with. She loves telling stories, and singing the traditional songs of the locathah in her rich, deep voice.

Pae'el is unable to provide additional information regarding Sheh'pue's apparent death, since she is simply a messenger and does not know all the facts of the case. She can explain that "the deeps" is the elders' way of referring to a nearby canyon the sea elves call the Maze of the Morkoth. She knows a couple of stories about this region. These are only summarized here; the DM is free to elaborate on the stories as much or as little as he or she likes.

Pae'el's first story describes a locathah warrior named Buel whose various accomplishments included wrestling a vodyanoi, diverting a mighty ocean current, and plugging an undersea volcano. He met his final doom in a place called the Labyrinth, which the folk of Blu'eh identify as the Maze of the Morkoth.

Her second story explains why the Maze is aptly named. Another

The coral spires of the elven city Velissimi rise from the ocean depths.

locathah hero, this one an adventuring scoundrel called Eila, braved the depths of the Maze and returned alive. The tale describes a network of twisting tunnels so disorienting that she nearly lost her mind. At the center of the maze lurked a shadowy figure that remained outside the reach of her light. She tricked this creature, the morkoth, into wagering her freedom on a riddle-game, which she won through dubious means.

At some point during her conversations with the PCs, Pae'el mentions one other fact of some importance. She says something like this: "Oh, I so enjoy having a fresh audience for my stories. So rarely do outsiders come to our community! The last was that surface dweller, and all he cared for was gold." She is, of course, referring to Delmek, the dwarven psionicist. She met him during his search for the sunken city of Dir-Emlis, about three weeks ago and was able to relate some stories to him. From these stories, she knows, he deduced that the seamount just on the other side of the Maze of the Morkoth was, in fact, the sunken island of Orelia. With this knowledge, Delmek left the locathah and Pae'el has not seen him since. Pae'el warned Delmek that the Sunken City was believed to be a haven for the evil koalinth, but he seemed unperturbed by this. If Prince Ethelinn was successfully captured by the koalith, the sea elves will ask the heroes to search for signs of their leader at Dir-Emlis, following Pae'el's directions.

The PCs are naturally free to linger in Velissimi and Blu'eh for as long as they like, but at this point their main task is twofold: destroying the morkoth and confronting Delmek. "The Sunken City" concerns their search for Dir-Emlis and Delmek, while "The Maze of the Morkoth" details the morkoth's lair. The PCs may travel to either location first, completing the rest of the adventure in any order.

The Sunken City

The city of Dir-Emlis, buried in the volcanic explosion that sunk Orelia 1,200 years ago, was the victim of a religious civil war. In those ancient times, the Duqan Empire was little more than a loose collection of temple-states, each devoted to one of the elemental gods of the Duqanan people.

Dir-Emlis was home to two temples—a Greater Temple dedicated to the sea-god Doblos, and a Lesser Temple consecrated to a volcano-god whose name has been erased from history. The priests of Doblos' temple grew overzealous in their devotion and began a bloody persecution of the Lesser Temple and its followers, whom they viewed as heretics and blasphemers. (It should be noted, in fairness, that their view of the Lesser Temple was not born of sheer fanaticism; the Lesser Temple did practice rites that any sane and civilized people would consider abominable.)

The Lesser Temple had a powerful ally in their volcano-god, however,

and when the persecutions grew into massacres and zealous followers of Doblos gathered in a mob outside the Lesser Temple, the priests called upon their fiery god to save them and destroy their persecutors. The volcano god answered their prayers, raining lava and ash down upon the city, but protecting the area surrounding the Lesser Temple. The angry mob that surrounded the temple quickly dispersed in terror when they realized they were trapped in a hemispherical dome, surrounded by tons of cooling granite.

The sea-god Doblos did not take this blow lightly. Furious at the destruction of his worshipers, he snatched the entire island of Orelia, now a steaming wasteland of volcanic rock, back into the sea. The victory of the Lesser Temple was short-lived—trapped in their dome and submerged beneath the waves, the priests and all the survivors of Dir-Emlis gradually perished. (However, the high priest still haunts his temple in area **6**.)

Part of Dir-Emlis still remains encased in granite, completely inaccessible short of a major mining operation. However, the dome surrounding the Lesser Temple remains as well, a hemispherical pocket embedded deep within the stone. Through the natural erosion of seaquakes and currents, two small, winding tunnels formed leading from the ocean waters to this pocket. Most of the dome was flooded, but a bubble of air remains in the top of the dome with no way to escape.

The PCs may enter the ruins of Dir-Emlis through either of these tunnels. The entrance to one is nestled in the crags of the seamount that was once Orelia. The other tunnel is within the morkoth's lair. These tunnels and the city ruins are shown on the map of The Sunken City and described in the key below.

Note that the entire city is lodged within the sunken island at an angle, so the flat ground of the ancient ruins now lies at an angle of roughly 30° from the horizontal. This has little bearing on swimming characters, of course, but complicates matters slightly if they emerge from the water in area **9**.

The Sunken City lies at a depth of nearly 300 feet below the surface. There is no light, but native seafolk can use magic to see. Aquatic races can discern shapes and surfaces within 15 feet without a light source and can identify objects within 5 feet.

Inside the Sunken City, naturally, there is no light from the surface. The water does remain clear, so characters can see reasonably well within the range of any artificial light sources they may provide.

Key to the Sunken City

1. Mouth of the Tunnel. The sunken island of Orelia has been worn smooth over the centuries by the major ocean current that washes over and past it from the west. The side facing the Maze of the Morkoth is a steep, smooth slope almost completely lacking in distinguishing characteristics. Relatively recent seismic activity, however, has opened a long, wide crevasse in the slope, and the depths of this chasm lead inward to the sunken city.

When the PCs enter the crevasse, they find it completely dark, cut off from any remnant of sunlight. They must bring their own light or feel their way in pitch blackness. If they reveal some source of light, they quickly come to the attention of the dangerous predator that makes its home in this tunnel: a giant moray eel. The creature attacks without hesitation. (Delmek, when entering the sunken city, used a psionic dimension door to avoid the eel's attack.)

Giant moray eel: INT animal (1); AL NE; AC 4; MV Sw 6; HD 5+4; hp 35; THAC0 15; #AT 1 or 2; Dmg 2d4 or 1d4+2/1d4; SA jaw lock, disease, tail lash; SD immune to fear and disease, +4 saving throw vs. enfeeblement; SZ H (12' long); ML 12 or 20; XP 650; *Monstrous Compendium®, Volume 3*/37.

2. Entrance Tunnel. This long, straight passage leads inward and downward from the crevasse to the sunken city. The height of the tunnel gradually dwindles from 20' at the opening to barely 6' at the end, and the width of the tunnel narrows from 10 to 3 feet.

3. Jeweler's Shop. The entrance tunnel (area **2**) opens into the interior of an ancient building within the sunken city of Dir-Emlis:

> The tunnel widens, and you find yourself peering into a rectangular building obviously built by surface-dwellers. The stone building seems to emerge organically from the nearby granite, as if half of it were inside the rock. The floor and ceiling of the building slope steeply upward from where you are. You can see on the far wall a set of shelves, made of finely-crafted wood and carved with decorative images of nets and boats, birds and fish. On the far left wall, you see a window and what might be a doorframe. Leaning face-down against the smooth granite wall to your left is a table of the same construction as the shelves. To your right, a fine workbench emerges from the stone, while the far right wall is bare. The water is eerily still and quiet, far different from the living ocean you're accustomed to.

The water is stale, and aquatic PCs must gulp to get enough oxygen through their gills.

The magical hemisphere that protected part of the city from the volcanic eruption ended within this building, so the wall of volcanic granite divides this ancient jeweler's shop in two. While the front door of the shop is no longer accessible, a window still leads out onto the water-filled street (area **4**). (If the PC party includes a vodyanoi or other size L character, some work may have to be done on the window frame to allow the PC to squeeze through.)

The interior of this building, like many others in the sunken city, is remarkably intact. Dir-Emlis has largely escaped the process of decomposition. However, Delmek has already removed the jeweler's wares from their displays.

The oxygen-poor nature of the water has no concrete effect on the characters, but it can serve to emphasize the alien and dangerous nature of the ruins they are exploring. After any period of heavy exertion (such as combat), you should remind the players that their characters feel quite fatigued, and again are gulping to get enough water over their gills. (Obviously, this does not apply to selkies or other characters who do not breathe water.)

4. Street of the Dyers. When the PCs emerge from the jeweler's shop, read the following description aloud:

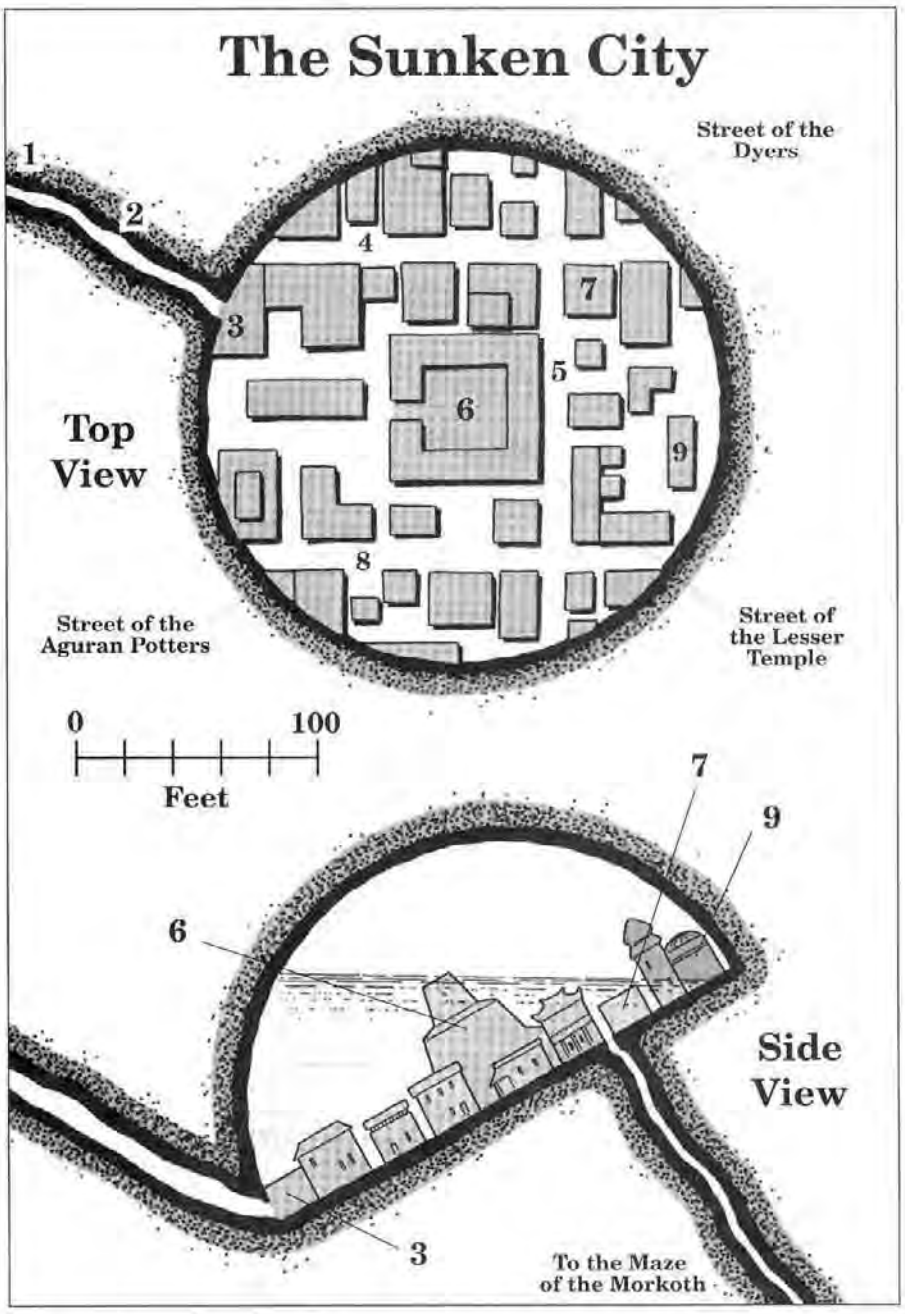
> You emerge from the building into a magnificent city street. To the left, the street ends abruptly in a smooth granite wall, but to the right it rises majestically between two rows of stately stone buildings. Carved images of human figures, gods, dolphins, and sailing ships ornament the front of every building, and decorative spires point to a long-lost sky. The only movement in the water is your wake, and small clouds of ancient debris rise from the street. Above you, the smooth granite wall curves upward into the black water. To the right, a huge, dark shadow of a building towers overhead like a looming mountain.

The sunken city is laid out in loose city blocks. Naturally, the PCs are not confined by the streets and alleys, as they can swim above the buildings to easily reach any destination they choose. However, PCs who swim to the height of the ziggurat (area **6**) quickly discover the air pocket at the top of the dome. At this end of the Street of the Dyers, the water surface is approximately 90 feet above the floor, but the water grows rapidly shallower along the length of the street.

The ruins of 15 buildings line the Street of the Dyers. Two of them, the Jeweler's Shop (area **3**) and the Rope Maker's Shop (area **7**) are described in some detail. The rest are of less interest and can be described more generally to the players. The other buildings include a tavern and various other merchants' shops. If the PCs insist on carefully examining each building, they may (at your option) encounter a dangerous scavenger—an aquatic jelly.

Aquatic jelly: INT non- (0); AL N; AC 8; MV 6; HD 4; hp 22; THAC0 17; #AT 1; Dmg 2–8; SA paralyzation, surprise; SD immune to electricity, fear, *hold* spells, paralyzation, *polymorph,* and *sleep;* SZ L (10' cube); ML 10; XP 650; *MM*/278 (gelatinous cube, variant).

The jelly contains some scavenged jewelry: a fine necklace worth 250 gp for its gold and gems, or 500 gp for its antique value, and a corroded ring worth 100 gp for its antique value but nothing as precious metal.



5. Street of the Lesser Temple. This street runs perpendicular to the Street of the Dyers and connects it with the Street of the Aguran Potters. The buildings along this avenue were mostly associated with the temple in some way. One was a shop full of obsidian charms and amulets made to ward off the volcano-god's wrath. Another housed a fortune-teller, and still another was the butcher's shop where sacrificed livestock was butchered and sold to the public.

6. Ziggurat. The ancient god to whom this temple was dedicated is no longer remembered among the people of the archipelago that once formed the Duqan Empire. He was a volcano-god—a fiery, passionate deity whose

wrath at his followers' persecution manifested in an eruption that destroyed the persecutors along with their victims. His temple was a steep pyramid, like a volcano, with sharply stepped sides leading up to a sacrificial platform at the top, where livestock and occasionally human victims were sacrificed to appease the angry god. As terrible as these sacrifices were, the rites carried out within the ziggurat's interior were fouler still.

The entry passage stands open to the courtyard behind the temple, its rusted iron doors hanging loose on their hinges. A single, straight shaft leads inside to a 20' × 20' room, where the priests of the volcano-god conducted their secret worship. A pit in the floor of this room once led deep into the heart of the volcano on Orelia island, but since the eruption that destroyed Dir-Emlis, the volcano has become inactive and the pit descends only 15 feet before ending in sharp pumice. A huge brass censer hangs from the ceiling above the pit on rusty iron chains, and various other items of temple equipment (two candle stands, a large bronze gong, and a silver dagger) lie in heaps on either side of the entry tunnel, on the downhill end of the room.

The water inside the temple is unusually warm—not from any volcanic activity, but thanks to the presence of the ghostly high priest who still haunts the ziggurat, guarding it from any intruders. While the PCs are investigating the temple interior, read them the following description:

> You suddenly become aware of another figure in the room. It appears to be a human, though it has no visible means of surviving under the water. The man stands on the floor of the temple as if it were still horizontal, his flowing red robes sweeping along the stones as he glides toward you. Oddly, he makes no sound, and you feel no movement in the water—only heat as the man approaches.

The ghost attacks without hesitation or fear. Though initially it seems to stand on the floor, it can easily move through the water to attack PCs anywhere in the temple interior. It cannot leave the ziggurat. The ghost's touch does not age its victims but is unnaturally hot, inflicting 2d8 hp damage. Magical protection from heat or fire reduces damage by half.

Ghost: INT very (12); AL CE; AC –2 (4 in ethereal plane); MV 12; HD 10; hp 53; THAC0 11; #AT 1; Dmg 2–16; SD +2 or better weapons to hit (+1 in ethereal plane); SZ M; ML 20; XP 2,000; *MM*/130 (variant).

The piled temple accoutrements all carry the lingering curse of their evil god and are painfully hot to the touch (1–4 hp damage to unprotected hands), even in the cold seawater. A *remove curse* spell removes this evil effect from the items, but their craftsmanship is hardly exceptional and the whole lot is worth only 200 gp.

7. Rope Maker's Shop. Bits of debris from rotted rope and wood float through the interior of this building, which only serves to amplify the effect of the strange lights that dance and swirl within. Little is left of the rope-maker's trade here; what is noteworthy about the building is the gaping crack in its floor. Anyone peering into the chasm risks being fascinated by the dancing colors and lights, as this is the outer edge of the morkoth's domain. Affected characters must make a saving throw vs. spell (Wisdom bonuses apply) or swim into the tunnel, fascinated with the hypnotic pattern. If any or all PCs enter the tunnel, see area **F** in "The Maze of the Morkoth" section.

8. Street of the Aguran Potters. With only a few exceptions, the buildings along this row are small, one-story residences and shops for one school of the famous potters of Dir-Emlis. The practitioners of the Aguran style were known throughout the Duqan Empire for their earthenware, distinguished by the rich blue glaze and elaborate etched markings around rims and bases. Each of these buildings contains many shards of this fine pottery, as well as some complete pieces. A single piece of Aguran pottery brings 100–1,000 (1d10 × 100) gp in a market that can appreciate its worth.

The large building at the far west of the street, with an open courtyard in its center, was home to one of Dir-Emlis' wealthiest merchant families. They evacuated their house during the volcanic eruption and perished in the lava with most of their worldly possessions, and what remains in the house has long since perished in the water. The large building across the street from the ziggurat (area **6**) was a tavern, called the Flying Fish, which is still littered with shattered mugs and tarnished platters.

9. Two Story Building. This long, tall building was once the shop and home of a wheelwright. It is notable now because its upper story rises up out of the water and into the air that fills the top half of the dome. The dwarven psionicist Delmek has made his home on this dry upper story. He has used a magical trinket to make the stagnant air breathable, and he has wedged a large table at such an angle as to provide a horizontal surface to sit and sleep on. A small magical globe sheds a dim but sufficient light through the room, without shining beyond the building's walls. Delmek spends most of his time in meditation on this platform, extending his mind into the morkoth's tunnels in order to siphon its power.

Despite his meditation, Delmek remains aware of his surroundings and sees the PCs approaching from quite some distance (especially if they are carrying a light source). Upon noticing their approach, he dons his *helm of underwater action* and enters the water to welcome them.

Delmek's behavior depends on whether the morkoth is still alive. If the PCs enter the sunken city first and meet Delmek before entering the morkoth's tunnels, Delmek treats the PCs as cherished guests in his own private underwater domain, greeting them warmly and offering them mussels to eat. He presents himself as an archaeologist and happily shows off his antique finds of pottery and jewelry. He pries curiously into the PCs' business in the sunken city, managing to thinly veil his paranoia. Secretly, he believes they have come to kill him, and if the PCs are at all honest about their mission, his paranoid belief is quickly confirmed. Delmek jumps to the same conclusion that any paranoid mind would: he must kill the PCs before they kill him.

Delmek wastes no time assuring the PCs that the goal of their quest (however they have explained their mission) can be found within the tun-

nel whose entrance is in the rope-maker's shop (area **7**). He hopes the PCs will enter the tunnel and be devoured by the morkoth. He remains civil and friendly but is quite eager to see the PCs on their way into the morkoth's tunnels. His paranoia becomes obvious only if the PCs seek his trust in any way (asking to borrow an item, asking him to leave the room so they can talk freely, and sof forth). He flatly refuses to place any trust in the PCs. He also constantly fights the urge to regard the PCs as a meal, since he suffers from periodic delusions that he is the morkoth.

If the morkoth is dead when the PCs encounter Delmek, they find a very different man. The morkoth's death has transferred much of its power to him, giving him a nearly complete resistance to magic. It has also pushed him over the brink of sanity. He views the PCs as either dangerous intruders or prey, depending on how well he is controlling his mind at the time. He welcomes them, in this case, with a barrage of psionic attacks, beginning with a death field, threatening every PC with the loss of 20 hp.

Delmek (dwarf male): AL NE; AC 6; MV 6; Psi 8; hp 43; THAC0 17; #AT 1; Dmg 1–3 (knife or hand crossbow); S 11, D 10, C 16, I 15, W 18, Ch 7; *helm of underwater action, ring of free action,* hand crossbow, knife.

Thanks to his leeching of the morkoth, Delmek has the special ability of spell reflection: Before the morkoth dies, Delmek reflects spells back on their casters if he makes his saving throw. He gets to roll a saving throw even if none is allowed by the spell. After the morkoth dies, Delmek reflects all spells back on their casters, just like the morkoth.

Psionics: MTHAC0 13; #MAT 3/2; MAC 5; PSPs 86 (75 currently). Attack modes: EW, II, PB, PC. Defense modes: MB, M–, TS, TW. MAC ratings for each power are listed after the power name.

Psychometabolism: death field–3, life draining–6, power draining*–5; adrenaline control–6, aging–5, body control–5, cell adjustment–6, double pain–6, ectoplasmic form–5, flesh armor–6, mind over body–8;

Telepathy: mindlink–8; ESP–6, false sensory input–6, invisibility–6, psionic vampirism–8 (see *The Will and the Way*), psychic drain–7;

Psychoportation: dimensional door–7.

* Power draining is the science Delmek is using to leech the morkoth's magical abilities. Combining elements of life draining and psychic drain.

Note: The abilities above are based on the revised psionic rules presented in *PLAYER'S OPTION®: Skills & Powers* and the revised DARK SUN® setting. If you are using the rules in *The Complete Psionics Handbook,* substitute the contact devotion for false sensory input, and Delmek has no psionic attack modes.

Delmek has collected a small amount of valuable jewelry and pottery from the sunken city. He has looted the jeweler's shop, as noted above (area **3**), and a stash of jewelry is stored in a sack hanging from the wall 4 feet out of the water in his second-story perch. There are 13 items of jewelry, worth 30 gp, 70 gp, 80 gp, 100 gp, 200 gp (×4), 300 gp, 400 gp, 500 gp, 600 gp, and 800 gp. He has also collected seven Aguran pots, worth 100 gp, 400 gp, 500 gp, 600 gp, 600 gp, 700 gp, and 900 gp to collectors. These lie under his table, in the water.

The Maze of the Morkoth

There are two ways the PCs could enter the twisted network of tunnels known as the Maze of the Morkoth. Approaching the area directly from the seafolk settlements described in Part One, the PCs can brave the deep waters and discover any of the tunnel entrances marked on the map of the Maze. Alternatively, the PCs may first enter the Sunken City of Dir-Emlis, as described in Part Two, and enter the Maze through the Rope Maker's Shop (area **7** on the map of the city, area **F** on the maze map).

The seafolk use the name "Maze of the Morkoth" to refer to a stretch of canyon between their twin communities and the sunken island of Orelia (see map on page 19). They do not like to cross the canyon, let alone descend into it, for it reaches a dark depth of 600 feet. Their fear is justified, for five entrances to the morkoth's lair lie scattered around the canyon, waiting to lure careless passers-by to feed the morkoth's appetite.

Don't Use Psionics?

If you don't use psionics in your campaign, you can easily replace the dwarf Delmek with a human necromancer of the same name, in which case Delmek has the following statistics:

Delmek (human necromancer): AL NE; AC 6; MV 6; W8; hp 27; THAC0 18; #AT 1; Dmg 1–3 (knife); S 11, D 10, C 16, I 18, W 16, Ch 9. Delmek has a *ring of free action* and an *ioun stone* that sustains him without air. Thanks to his leeching of the morkoth, Delmek has the special ability of spell reflection: Before the morkoth dies, Delmek reflects any spell back at the caster if he makes a successful saving throw. He is entitled to a saving throw even if none is allowed by the spell. After the morkoth dies, Delmek reflects all spells back on their casters, just like the morkoth. Delmek's own spellcasting ability is not affected at any time.

Spells: *armor, chill touch, dancing lights, magic missile, unseen servant; continual light, deep eyes*, ESP, spectral hand; blink, dispel magic, feign death, vampiric touch; dimension door, enervation, power draining***.

* *Deep eyes,* described in *OSAS,* doubles the caster's underwater vision for 4 rounds + 1 round/level.

** Delmek uses his *power drain* spell to leech the morkoth's magical abilities. Combining elements of necromancy and metamagic, Delmek has isolated the magical essence that allows the morkoth to reflect spells back at their casters and appropriated it for his own use.

Delmek keeps a traveling spell book in his air-filled hideaway (area **9**) in the Sunken City. The spell book contains only the spells Delmek has memorized. Its pages are coated with a special vellum to protect them from water damage.

The rim of the canyon is only 225 feet below the surface. Visibility is reduced to 10 feet without a light source. If the PCs descend into the canyon, they find the available light diminishing rapidly. At a depth of 550 to 600 feet, only the most sensitive eyes can gather any light. Refer to

OSAS, p. 69, and treat the conditions as "clear water, moonless night."

While in the canyon, the PCs face several dangers besides the morkoth itself. Once a turn, while the PCs are exposed in the canyon, roll 1d20 and consult the following table:

1–2. A strong current sweeps through the PCs' location. If the PCs are not secured to the walls or floor of the canyon, they are swept in this current and buffeted against the rocks, suffering 2d6 hp damage (half if they save vs. paralyzation).

3. A turbidity current sweeps through the entire canyon. This swirl of sediment sweeps the PCs along its way, smashing them against the rocky canyon walls for 3d6 hp damage (no saving throw) and depositing them 1d12 miles to the east of the Maze. (See *OSAS*, p. 117.) The turbidity current reduces visibility within the canyon to nil for the next 24 hours.

4. A large squid mistakes the PCs for an easy meal. It flees in a cloud of ink if reduced to half its hit points.

Large squid: INT non- (0); AL N; AC 5; MV Sw 3 (Jet 12); HD 6; hp 32; THAC0 15; #AT 9; Dmg 1–3 (×8)/ 2–8; SA constrict for 1–6 hp damage per round; SD ink cloud; SZ L (10' long); ML 9; XP 1,400; *MM*/331 (squid, giant).

5–20. No encounter.

The Tunnels

Each of the morkoth's tunnels is filled with an intense *hypnotic pattern* created by the morkoth and maintained without concentration on the creature's part. The lights of the pattern fill the tunnels and spill out from the tunnel entrances. The hypnotic, swirling lights affect any character passing within 30 feet of an entrance. Any character who views the patterns within this range must make a successful saving throw vs. spell (Wisdom modifiers apply) or swim into the tunnel.

The tunnels are narrow, allowing size M creatures to move only in single file. Size L characters, like a vodyanoi or crabman, can move through the tunnels, but only with great difficulty and discomfort and at half their normal movement rate. Non-humanoid creatures of size L or greater cannot enter the tunnels.

The morkoth's tunnels are alien in appearance. Not only do rainbow colored lights dance through the water with eerie phosphorescence, but the water itself pulses with a sickening intensity. The lights allow clear vision only to 10 feet. The tunnels descend steeply and level out at a depth of 800 feet. Crabmen, koalinth, pahari, and liminals are below their normal maximum functioning depth, forcing them to make a saving throw vs. paralyzation or suffer 5d10 hp damage per round until they return to their maximum functioning depth. Even a successful save inflicts a –1 penalty to these characters' initiative rolls, attacks, saving throws, and ability checks. (See *OSAS*, pp. 76–77.)

The combination of unnatural light, high pressure, and the throbbing pulse of the water has a dizzying effect on the PCs. After five rounds in the maze, even the most level-headed character has no idea which direction is up in the ever-twisting tunnels. Still, characters entranced by the *hypnotic pattern* continue to swim unerringly toward the morkoth's lair at the maze's center.

Note that Aqana and Lethe, the two liminal characters accompanying this adventure, wear matching *rings of the deep* that negate adverse pressure and temperature conditions. (See *OSAS*, p. 116 for details on this item.)

The morkoth's tunnels are not devoid of life. Predatory fish have adapted to life in this alien environment to prey on the morkoth's near-helpless victims. Blind and mindless, these translucent fish resemble large barracudas. They lurk at bends in the tunnels and sense the vibrations of approaching prey. The morkoth's agents are charged with killing these creatures whenever they encounter them, as they interfere with the morkoth's food supply.

In addition, there is a chance of encountering the morkoth's agents in the tunnels, either by chance or by design. Every three turns the PCs are in one of the tunnels, roll 1d10. On a 1, the PCs encounter a predatory tunnel fish. On a 10, the PCs encounter the malenti Ek-bellinos and his vodyanoi henchman, Mulgrek (see "The Morkoth's Minions" sidebar).

Tunnel fish: INT non- (0); AL N; AC 6; MV Sw 30; HD 3; hp 12; THAC0 17; #AT 1; Dmg 2–8; SA –3 to opponents' surprise rolls; SZ M (6' long); ML 11; XP 65; New monster.

A. The Canyon Tunnel. The opening to this tunnel lies in a crack in the canyon floor. Often, creatures seeking shelter from a random current in the canyon find their way into this niche, only to be drawn into the maze and devoured by the hungry morkoth. The canyon tunnel is the most direct route from the canyon to the central chamber; its total length is only 450 feet.

B. The Rim Tunnel. This passage to the morkoth's maze is situated at the lip of the canyon, where it gapes like a shark hoping for passing prey. After a steep, spiraling descent of over 500 feet, the tunnel makes a twisted course north toward the morkoth's chamber at the heart of the maze. The total length of this tunnel is 1,500 feet.

C. The Kelp Tunnel. The third entrance to the maze is nestled in the northern extreme of the same kelp bed that shelters Velissimi, the sea elven city. Characters in the kelp bed see the swirling lights of the tunnel entrance from 30 feet away, filtered through the waving strands of seaweed to produce an eerie, shifting glow. The kelp reaches a depth of 900 feet, actually rising to approach the central chamber from below. The tunnel's total length is 2,100 feet.

D. The Wayward Tunnel. This entrance is nested between two large boulders under a steep ridge. The wayward tunnel is so twisted that its total length is eight miles.

E. The Cavern Tunnel. About halfway down the northern face of the canyon (about 300 feet), a large rift opens up in the wall, offering shelter from the canyon's fierce currents and predators. However, anyone exploring the interior of the cavern quickly discovers that it is simply the outer opening of another tunnel into the maze. The cavern tunnel winds gently down the canyon face and enters the central area from above, running a total length of 600 feet.

F. Tunnel to Dir-Emlis. This tunnel leads from the Sunken City of Dir-Emlis into the maze. (See "The Sunken City," area 7.) The tunnel is approximately two miles long.

G. Tunnel Maze. As the six tunnels that form the Maze converge, they begin weaving in and out, coming together and splitting apart, winding around the spherical central chamber. As a result of this chaotic jumble, PCs in the central chamber cannot be sure of leaving through the same tunnel by which they entered.

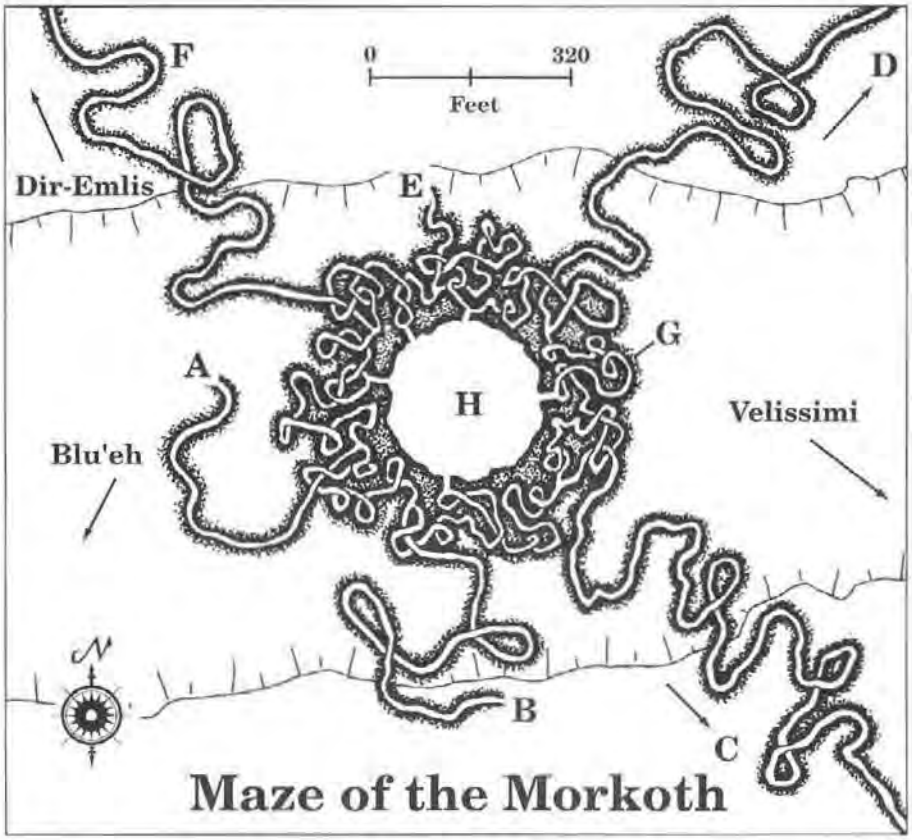
Perhaps worse, this area represents the conjunction of six *hypnotic patterns*. A character who made the initial saving throw to resist a *hypnotic pattern* in one of the tunnels is confronted with five additional patterns upon entering the interchange area and must immediately attempt five more saving throws to avoid being hypnotically drawn into the central chamber.

There are two notable inhabitants of the interchange area. The sea elven Prince Ethelinn (if he was successfully kidnapped in "Blood in the Water") and the locathah shaman Sheh'pue wander aimlessly in this network of tunnels. Their minds have been shattered by the morkoth's interrogation. They behave as if under the influence of a *confusion* spell, wandering aimlessly. They cannot be talked or reasoned with and can only hope to recover their sanity once removed from the maze. A *heal* or *restoration* spell, or successful treatment with psychic surgery, restores their shattered minds to full health.

Prince Ethelinn (aquatic elf): AL CG; AC 6; MV Sw 15; F5/W4; hp 28 (22 currently); THAC0 15; #AT 1; Dmg 1d6+2 (trident, two-handed); MR 90% to *sleep* and *charm;* SZ M; ML 16; S 17, D 11, C 15, I 16, W 12, Ch 14; XP 1,000 (for rescue); *MM*/110. No spells memorized.

Sheh'pue (locathah): AL N; AC 6; MV Sw 12; P7; hp 27 (20 currently); THAC0 16; #AT 1; Dmg 1d6+1 (trident); SZ M; ML 13; S 9, D 12, C 9, I 13, W 17, Ch 16; XP 1,000 (for rescue); *MM*/228. No spells memorized.

H. Morkoth's Chamber. Out of the contorted mass of tunnels that form the interchange, six tunnels emerge into the darkness of the central chamber. This is the morkoth's lair—a large, spherical chamber at the center of the maze's twisting tunnels. The water here is blackened with squid sepia, so that even if the PCs carry light sources vision is impossible. When the PCs emerge from the interchange, read the following description to the players:



> You enter an inky-black nexus, drifting, spinning, completely disoriented, unsure even of the downward pull of gravity. The water pressure remains high, but the pulsing you felt in the tunnels has abated.
>
> You can hear your companions moving nearby but cannot see them. And you hear something else as well: like a small voice whispering in an echoing cavern. There are no words to the whispers—just dull, menacing hisses, clicks, and pops. The sound could be coming from anywhere, or maybe everywhere.
>
> It surrounds you.

Each PC must make a save vs. spells with a –4 penalty (adjusted for Wisdom and elven immunity) or fall under the morkoth's potent *charm* ability. Charmed victims float silently in the darkness, to be devoured at the morkoth's leisure. The creature can tell which of its victims are charmed and which are not, and it concentrates its initial attacks on those who have resisted. The morkoth strikes out of the darkness and immediately withdraws into the darkness, remaining effectively invisible (–4 to hit). Its superior senses allow it to strike normally, while the PCs (regardless of race) are fighting blind. The PCs never clearly see their opponent, catching only occasional glimpses of strange fins, sharp scales, a vicious squid-like beak, or a glassy eye.

Morkoth: INT exceptional (16); AL CE; AC 3; MV Sw 18; HD 7; hp 41; THAC0 13; #AT 1; Dmg 1d10; SA hypnosis; SD spell reflection; SZ M (6' long); ML 14; XP 2,000; *MM*/258.

The morkoth is not interested in treasure, but it does spit out inedible items from its victims and gives such items to its minions to assist their

work in the broader undersea world. The creature's accumulated treasure lies in a heap at the bottom of the spherical chamber. This pile includes:

- 12,000 gp;
- Nine gems: smoky quartz (50 gp), banded agate (10 gp), chalcedony (100 gp), sardonyx (50 gp), spinel (500 gp), lapis lazuli (10 gp), peridot (500 gp), moss agate (10 gp), alexandrite (100 gp);
- *rod of terror* (32 charges);
- *short sword +3*;
- *coral armor* (see *OSAS*, p. 116);
- *trident of fish command*;
- *robe of stars*.

Leaving the Maze

The death of the morkoth plunges the entire maze into darkness as the *hypnotic patterns* in all six tunnels cease. The tunnels remain dizzyingly disorienting, however, and finding one's way out of the maze is much more difficult than finding one's way in. Here, game mechanics are subordinated to the interests of plot. If Delmek remains alive within the Sunken City, then the PCs inevitably find their way into the city tunnel (area **F**) on their way out, depositing them eventually in the rope maker's shop in Dir-Emlis (area **7**). If Delmek is already dead, determine randomly which tunnel the PCs choose to exit the maze.

Concluding the Adventure

The PCs receive 2,000 XP for rescuing Ethelinn and Sheh'pue (1,000 XP each). This is in addition to XP awards for defeating opponents like Delmek and the morkoth and for other actions during the adventure.

Beyond these quantifiable rewards, the PCs gain the respect and gratitude of the sea elves and locathah and fame throughout the region (at least among the other aquatic races nearby). The sunken city remains open for further exploration and could possibly become a headquarters for the koalinth or, perhaps, the PCs. Ω

Aqana
Liminal female, Bard 6, NG

Str	8	Armor Class: 2
Dex	18	Hit Points: 23
Con	8	Base THAC0: 18
Int	13	Height: 5'5"
Wis	12	Weight: 170 lbs.
Cha	16	Age: 40

Special abilities: influence reactions, inspire allies, counter songs, identify magical items (30%), rogue skills: CW 50%, DN 55%, PP 50%, RL 35%.

Weapon proficiencies: trident, light crossbow, dagger.

Languages: common, sea elf, merfolk, locathah, sahuagin, triton.

Nonweapon proficiencies: local history–16, swimming–8, singing–16, musical instrument (drums)–17, etiquette–16, heraldry–13, read/write common–14.

Spells (3/2): *audible glamer, charm person*, detect magic, phantasmal force*, read magic, shield*, sleep; alter self*, ESP, invisibility, mirror image, scare**. Spells marked with an asterisk are ones Aqana usually has memorized.

Equipment: *ring of the deep* (see *OSAS*, p. 116), *philter of glibness* (in special bladder for underwater use), *bracers of defense AC 6*, spellbook, trident, dagger.

Notes: Aqana is a skilled diplomat. With her husband, Lethe, she has helped negotiate territorial agreements, arbitrate disputes, and track down those threaten the fragile peace. Aqana and Lethe have spent the last two years traveling, forming the nucleus of a tightly knit adventuring group.

Aqana is charming and outgoing, and she warms to strangers quickly. Aqana and Lethe share the unique bond of married liminals. They can communicate telepathically with each other within 1 mile, during which time each knows the other's exact location, and even outside that range they can sense the direction in which the other lies. They can also lend power to each other by joining hands: the recipient can either gain 1 level for purposes of level-based variable effects (at no cost to the supporting partner), gain 1 point of Strength for every 2 points sacrificed by the other, or gain as many hit points as the other willingly sacrifices. The first two options last only as long as the couple is holding hands, while the transfer of hit points is permanent. Each partner loses 1 hp/day the two are separated by more than a mile, and the death of one partner causes the immediate loss of one-half of the survivor's maximum hit point total.

Lethe
Liminal Male, Ranger 4/Mage 4, NG

Str	17	Armor Class: 5
Dex	13	Hit Points: 26
Con	15	Base THAC0: 17
Int	16	Height: 5'8"
Wis	15	Weight: 185 lbs.
Cha	11	Age: 42

Special abilities: species enemy: sahuagin (+4 to hit, –4 to reaction rolls), two-weapon fighting, animal empathy, MS 25%, HS 33%.

Weapon proficiencies: trident, short sword, light crossbow, dagger, spear.

Languages: common, sea elf, merfolk.

Nonweapon proficiencies: local history–11, swimming–17, singing –11, tracking–16, blind-fighting, animal lore-16, aquatic survival–16.

Spells (3/2): *dancing lights*, detect magic, magic missile*, phantasmal force, read magic, sleep*, spook; alter self, mirror image*, ray of enfeeblement*, scare*. Spells marked with an asterisk are ones Lethe usually has memorized.

Equipment: *ring of the deep* (see *OSAS*, p. 116), *trident of the hunter* (see *OSAS*, p. 116—in addition to being a +2 magical weapon, this trident can change into a *net of snaring* 3/day), *studded leather armor +2*, silver mirror.

Notes: With his wife, Aqana, Lethe has negotiated territorial agreements, arbitrated disputes, and tracked down those who violate the agreements. They form the nucleus of a tightly knit adventuring group.

Lethe is quiet and reserved. He has a sharp intellect and observes his surroundings carefully. He and Aqana share the unique bond of married liminals. They can communicate telepathically with each other within 1 mile. When within that distance, each knows the other's exact location; even outside that range, they can sense the direction in which the other lies. They can also lend power to each other by joining hands: the recipient can either gain 1 level for purposes of level-based variable effects (at no cost to the supporting partner), gain 1 point of Strength for every 2 points sacrificed by the other, or gain as many hit points as the other willingly sacrifices. The first two options last only as long as the couple is holding hands; the transfer of hit points is permanent. Each partner loses 1 hp/day if the two are more than a mile apart, and the death of one partner causes the loss of one-half of the survivor's maximum hit point total.

Shen
Merman Male, Fighter 4/Priest 4, N

Str	17	Armor Class: 5
Dex	12	Hit Points: 24
Con	12	Base THAC0: 17
Int	11	Height: 5'10"
Wis	16	Weight: 210 lbs.
Cha	16	Age: 35

Special ability: *augury* 1/day.

Weapon proficiencies: trident, javelin, light crossbow, knife, net.

Languages: common, merfolk, locathah, sahuagin.

Nonweapon proficiencies: religion–16, alertness–17, danger sense–17, gaming–16.

Spells (5/4). Spheres of access: all, animal*, combat*, creation, divination, elemental (water), guardian, healing, necromantic, protection, summoning, wizard elemental (water). * indicates minor access.

Equipment: *chain shirt +2*, three *shark's teeth* (each tooth transforms into a 5-HD shark upon command—see *OSAS*, p. 116), holy symbol, bladder full of squid ink.

Notes: Shen was the religious leader of a merfolk community for 10 years. His community was locked in endless disputes with a nearby sea elven settlement until two liminals named Aqana and Lethe helped negotiate a lasting peace. The conflict always troubled Shen, who feared that it was distracting his people from the more dangerous threat of sahuagin to the north. His disaffection with his community during the strife led him to befriend the liminals, and he has since joined them as a traveling companion.

Shen is devout and serious-minded. He follows the merman-god Eadro and was raised with a very insular mindset. He has trouble making friends. It took years for Shen's comrades to earn his complete trust.

Like most of his people, Shen has a deathly fear of fire. Shen also has a superstitious fear of magical books (he avoids the liminals' spellbook), which he regards as gateways to the Abyss. Finally, Shen has a superstitious awe of water magic, including his own spells. When facing a manifestation of water magic, Shen shouts a word of praise to Eadro, and must make Wisdom check at -2. If he succeeds, he gains a +2 bonus to all proficiency and ability checks and a +1 to attack rolls, for 1 hour. These benefits can only be gained once per day. He can only attempt to gain the benefits thrice/day. The second and third checks are made at –4 and –6, respectively. (For more information about superstitions, see *The Complete Book of Humanoids*.)

Bep
Locathah Male, Fighter 5, NG

Str	18/70	Armor Class: 3
Dex	15	Hit Points: 26
Con	12	Base THAC0: 16
Int	14	Height: 5'5"
Wis	10	Weight: 165 lbs.
Cha	8	Age: 20

Weapon proficiencies: spear (specialized), short sword, heavy crossbow, medium lance.

Languages: common, locathah, merfolk

Nonweapon proficiencies: blindfighting, underwater riding (giant eel)–13, animal handling (giant eels)–9, animal training (giant eels)–10, endurance–19.

Equipment: *amulet of aquatic transformation* (lets him *polymorph* into a non-monstrous aquatic animal 1/day for 6 turns—see *OSAS*, p. 116), *spear +1*, *shield +1*, potion of *super-heroism* (in a special bladder for underwater use), giant eel mount with saddle and bridle.

Giant eel: INT non- (0); AL N; AC 6; MV Sw 9; HD 5; hp 21; THAC0 15; #AT 1; Dmg 3d6; SA +1 to initiative; SZ L (10' long); ML 8; *MM*/117.

Notes: Bep is a locathah sellsword who served as a mercenary at the start of his adult life. He is an orphan, and has never really felt a part of locathah society. The military life offered him a family, of sorts, a place where he belonged. Unfortunately, it also offered constant bloodshed, and Bep eventually grew sick of it. He continued his wandering and eventually met Zallah, with whom he felt an unusual bond. The two traveled together for a few months, then joined an adventuring band. Bep loves Zallah although he does not understand how to convey his feelings for her.

Bep is strong and stoic, accustomed to the hardships of military life. He has a strong sense of honor, duty, and loyalty to his companions.

Thrice per day, he can charge forward at astonishing speed with his spear, striking at for double damage if he hits.

Bep, like many locathah, has a superstitious fear of lightning. He also has a deep-seated loathing of the undead, having encountered them more than once in his battles. Barbed or hooked weapons fill him with a similar angst. If forced to confront lightning, undead, or barbed weapons, Bep must make a Wisdom check at –2. If he fails, his proficiency and ability checks are made at –4, and he attacks at –2 for the next hour. (For more information about superstitions, see *The Complete Book of Humanoids*.)

Zallah
Pahari Female, Mage 5, CG

Str	9	Armor Class: 7
Dex	11	Hit Points: 14
Con	13	Base THAC0: 19
Int	19	Height: 5'6"
Wis	14	Weight: 155 lbs.
Cha	14	Age: 115

Special abilities: shapechange into three forms: mermaid (natural form), fish (MV 24), or human; 25% magic resistance; bestow *water breathing* (lasts 1 day) with a kiss.

Weapon proficiencies: dagger.

Languages: common, pahari, merfolk, sea elf.

Nonweapon proficiencies: swimming–9, read/write pahari–20, religion–14, spellcraft–17, artistic ability (jeweler)–14, metalworking*–12, ancient history (Duqan Empire)–18, debate*–19, genie lore*–19, herbalism–17, local history–14. Those marked with an asterisk are fully detailed in the AL-QADIM® *Arabian Adventures* rulebook.

Spells (4/2/1): *alarm, charm person*, detect magic*, jump, magic missile*, read magic, shield, wall of fog*; blur*, continual light, darkness 15' radius, forget, improved phantasmal force, invisibility, irritation, mirror image, ray of enfeeblement*, shatter, strength; clairaudience, dispel magic, feign death, fly, haste, hold person, invisibility 10' radius, monster summoning I, suggestion, tongues*, wizard sight.*

Equipment: *wand of illusion* (15 charges), *crystal ball*, *pearl of power* (recalls one third-level spell), potion of *extra-healing* (in a special bladder for underwater use), *dagger +1*.

Notes: Zallah is a scarred soul. Like many of her kind, she fell in love with a human merchant and married him. When her husband was killed by pirates, Zallah's heart was broken. She returned to the sea and hooked up with Bep, a locathah mercenary who offered her protection and companionship. The two became close friends and later joined a small adventuring band. Slowly, its members have grown to fill the aching hole in Zallah's heart.

Zallah is brilliant, thoughtful, and inquisitive. She possesses enormous stores of knowledge but is always on the lookout for new facts and experiences. She loves studying shipwrecks and other relics from the past. Added to her intellectual pursuits, Zallah is an accomplished jeweler, using natural materials found in the sea as well as precious metals salvaged from shipwrecks.

SIDE TREKS

BY ANDY MILLER

Cartography by Stephen Daniele

"Boulder Dash" is an AD&D® SideTrek adventure for 4–6 PCs of levels 6–8 (about 35 total levels) of any class or alignment, though wizards and archers will be helpful. The module can be inserted into any campaign where the PCs are traveling through mountains on a pass that hasn't been traversed in a long time.

Adventure Background

As the PCs travel through the mountains, their way is suddenly blocked by a deep ravine. A wide river runs through this passage 75 feet below the edge of the road. Several caves dot the far wall of the ravine that towers high above the road.

All is not lost, however. A 15' wide wooden walkway has been built along the wall to the left of the road. Logs the size of tree trunks have been embedded in the rock, following it around the side of the cliff where it presumably crosses the ravine, for the PCs can see the platform continue on the other side. A heavy rope runs through thick iron rings attached to the cliff three feet above the walkway.

Unfortunately, one 60' section of the walkway has collapsed, leaving only the rope to cross it. The river below is wide and swift. Crossing the collapsed section by hanging from the rope requires a successful Strength check at +2 and a successful Dexterity check with no modifier. Failing either roll indicates that the person falls; there is a 3 in 6 chance that the person lands on the splintered fragments of walkway in the water below, suffering 3d6 hp damage.

For the Dungeon Master

The true danger of this ravine isn't the fallen walkway but the creatures who live in one of the caves down by the river. In the largest fissure lives a small tribe of seven adult hill giants who wait in ambush for someone to use the walkway. The creatures begin throwing boulders at anyone who steps out onto the platform, waiting until several individuals are standing on the logs before emerging from their cave.

The giants are cunning enough to fear magic and have devised a plan to deal with it. If they spot a mage or a flying PC, they throw boulders at him, intentionally tossing them short to draw the PC into range. Once the flier comes within 30 yards, the oldest giant shrieks "Kvaluk!" ("mage" in her own language), and all of the giants throw rocks at the PC at once.

Hill giants can hurl their boulders between 3 and 200 yards (up to 90 yards straight up) and catch rocks and missiles 30% of the time. They easily pelt the platform and can even reach the road beyond. If the PCs employ missile weapons from the safety of the road, the giants cross the 10' deep river and scale the cliff below the road, where giant-sized handholds have been carved into the rock. This requires two rounds during which the giants cannot attack.

PCs trying to cross the river are swept downstream unless they make a successful swimming proficiency check at –2. The water is cold, and the current is swift. Even those who make their check move downstream ten feet for every ten feet they swim.

If the giants are sorely beaten, they retreat into the cave and set up another ambush, leaving one ogre at the entrance to keep an eye on the PCs. If the PCs try to cross the platform again, a single giant begins

BOULDER DASH

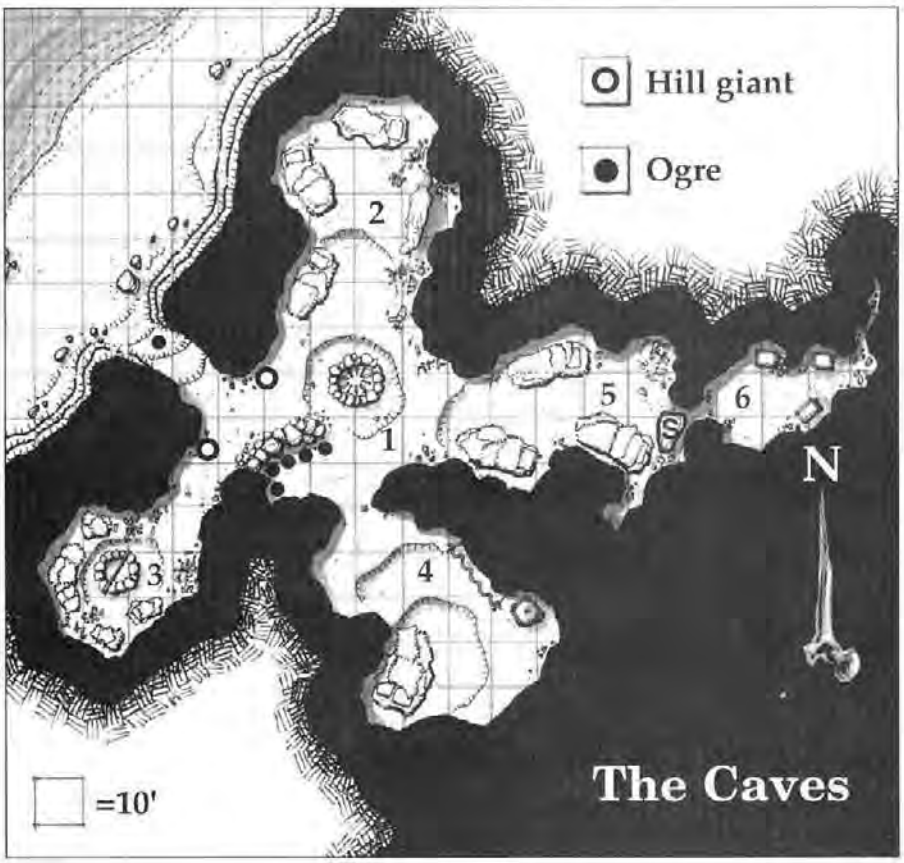
throwing boulders from the cover of the cave (treat as 50% cover).

Hill giants (7): INT low (6); AL CE; AC 3; MV 12; HD 12+1d2; hp 64, 60, 54, 53, 51, 50, 43; THAC0 9; #AT 1; Dmg 1d6+7 (fist) or 2d6+7 (heavy club); SA hurl rocks for 2d8 hp damage; SD catch missiles; SZ H (16' tall); ML 13; XP 3,000; *MM*/141. The females of the group are the ones with 64 and 51 hp.

Hiding in the cave entrance are two young hill giants (both male) and six ogre slaves. They do not attack (the young are deemed "too puny" to be part of battles yet) but act as a rear guard, keeping anyone from sneaking up behind the other giants.

Hill giant young (2): INT low (5); AL CE; AC 5; MV 12; HD 4+1; hp 24, 16; THAC0 17; #AT 1; Dmg 1d10 or by 2d4+6 (club); SA +2 to hit with weapon; SZ L (9' tall); ML 10; XP 270; *MM*/272 (ogre).

Ogres (6): INT average (8); AL CE; AC 5; MV 12; HD 4+1; hp 25, 22, 20, 19, 15, 14; THAC0 17; #AT 1; Dmg 1d10 or by 2d4+6 (club); SA +2 to hit with weapon; SZ L (9+' tall); ML 11; XP 270; *MM*/272.



The Caves

This filthy lair stinks of ogre and giant. The air is thick with the smell of sweat, rotted meat, and equally unpleasant things. The tunnel is 12' high and 10' wide (the giants duck to get in), but it quickly opens into a larger area with a 20' high ceiling.

1. Central Cave. This cave is where the surviving giants and ogres set up an ambush. Beside the large fire pit, a barricade of rocks and debris is piled to a height of five feet. The ogres wait behind this barrier for the giants' signal to attack. Any surviving giants wait near the cave entrance (as indicated on the map), lurking in the darkness and hoping to surprise the PCs as they come in from out of the bright sunlight. The two young giants, eager for a fight, are behind them. If the PCs get this far, the monsters fight to the death.

Bone fragments and bits of rotten meat litter the cave. Close examination reveals that some of the bones are humanoid. Stacked about the cave are several boulders as well as bits of broken armor and shattered weapons. A broken wand lies near the fire pit. In the pit itself are the remains of a smashed and broken ring that was once magical but no longer so.

2. Giant Cave. This area contains three crude beds made of heaped furs and a crude, 6' tall unicorn statue seemingly made of dried mud. If the mud is chipped or washed away, a slightly smaller statue made of cut rose quartz can be uncovered. The quartz is badly flawed, and the statue is worth only 1,400 gp intact. The statue stands about 5' tall and weighs 300 lbs.

3. Ogre Cave. This cave holds a half dozen rotten skins in piles that the ogres use for beds. Another fire pit, long cold, lies under a metal spit about six feet long. The remains of the lass traveler who took the pass are strewn about the room: bones, bits of flesh, and fragments of plate mail. If all the pieces of armor are found, they can be reassembled into a suit of *plate mail +1*. However, this requires a successful armorer proficiency check and a proper smithy. If the proficiency check fails, the armor loses its magic forever.

4. Chief's Cave. The hill giant chief (hp 60) and his scheming wife (hp 64) reside here. This cave is not quite as filthy as the others.

A large collection of scalps covers one wall like a horrible tapestry. The hair comes from all manner of bipeds:

humans, orcs, goblins, giants, elves, dwarves, and even gnomes. One scalp has a gold dwarven comb (worth 30 gp) buried deep within the hair.

A heavy pile of furs lies against the far wall. Near the chief's bed is a pottery urn adorned with patterns in gold and silver. The pot is four feet tall and half as wide with a large, hinged lid. Inside it are several dozen skulls from all manner of humanoid creatures. The urn is worth 850 gp intact but weighs 100 lbs. empty.

Ten gold coins are scattered about the floor. Characters who search the floor near the chief's bed have a 1 in 4 chance of finding a small depression concealed by a smooth rock. The rock Hidden in the depression is an iron ring with three iron keys that unlock the chests in area **6**.

5. Giant Cave. This area contains three crude beds made of heaped furs. A large boulder conceals the passage to area **6**. The boulder is treated as a secret door for detection purposes and can be opened by anyone with hill giant strength (19) or two people working together whose combined Strength score is 30 or higher. More than two people cannot manage the boulder at a time.

6. Treasure Room. Three wooden chests, each one fitted with iron hinges and a built-in lock, sit on the floor of this otherwise empty cave. Each chest measures 2' × 2' × 1' and weighs 50 lbs. empty. Using the iron keys to open the chests (found in area **4**) disarms the traps placed upon them by their original owners.

Chest #1 holds an acid trap. If the lock is picked unsuccessfully and the trap is not disarmed, acid splashes whomever tried to pick the lock for 2d12 hp damage. A successful save vs. paralysis reduces the damage by half, but if the total damage is greater than the victim's Charisma, he loses 1d4 points of that attribute as his face and hands are badly burned. Lost Charisma can be restored with the casting of a restoration or heal spell. Inside this chest are 2,500 cp and 1,215 gp.

Chest #2 has a needle in the lock. The needle is coated with Type D poison (onset 1d2 minutes; Dmg 30/2d6) and may be disarmed normally. The chest holds 2,125 cp and 1,563 gp.

Chest #3 has no exterior traps. However, within the chest is a vial rigged to a crushing apparatus devised to smash it if the lid is opened more than 45 degrees. If the vial is not removed, it shatters and releases a lethal 10' × 10' × 10' cloud of gas with effects identical to the fifth-level *cloudkill* spell. The cloud dissipates in one turn. Inside this chest are 1,100 gp and a golden, gem-inlaid chalice worth 850 gp.

Conclusion

If the hill giants are defeated, it might be possible for the PCs to open up this forgotten pass again. The repairs to the walkway would be relatively expensive, requiring engineers or dwarves. If the party includes a PC with the engineer proficiency, the PCs can handle the repairs themselves (although trees do not grow in the area and need to be transported from a grove five miles away).

Carting the hill giants' treasure back home won't be easy either; the weight of the unicorn statue alone could easily burst a *bag of holding*. Ω

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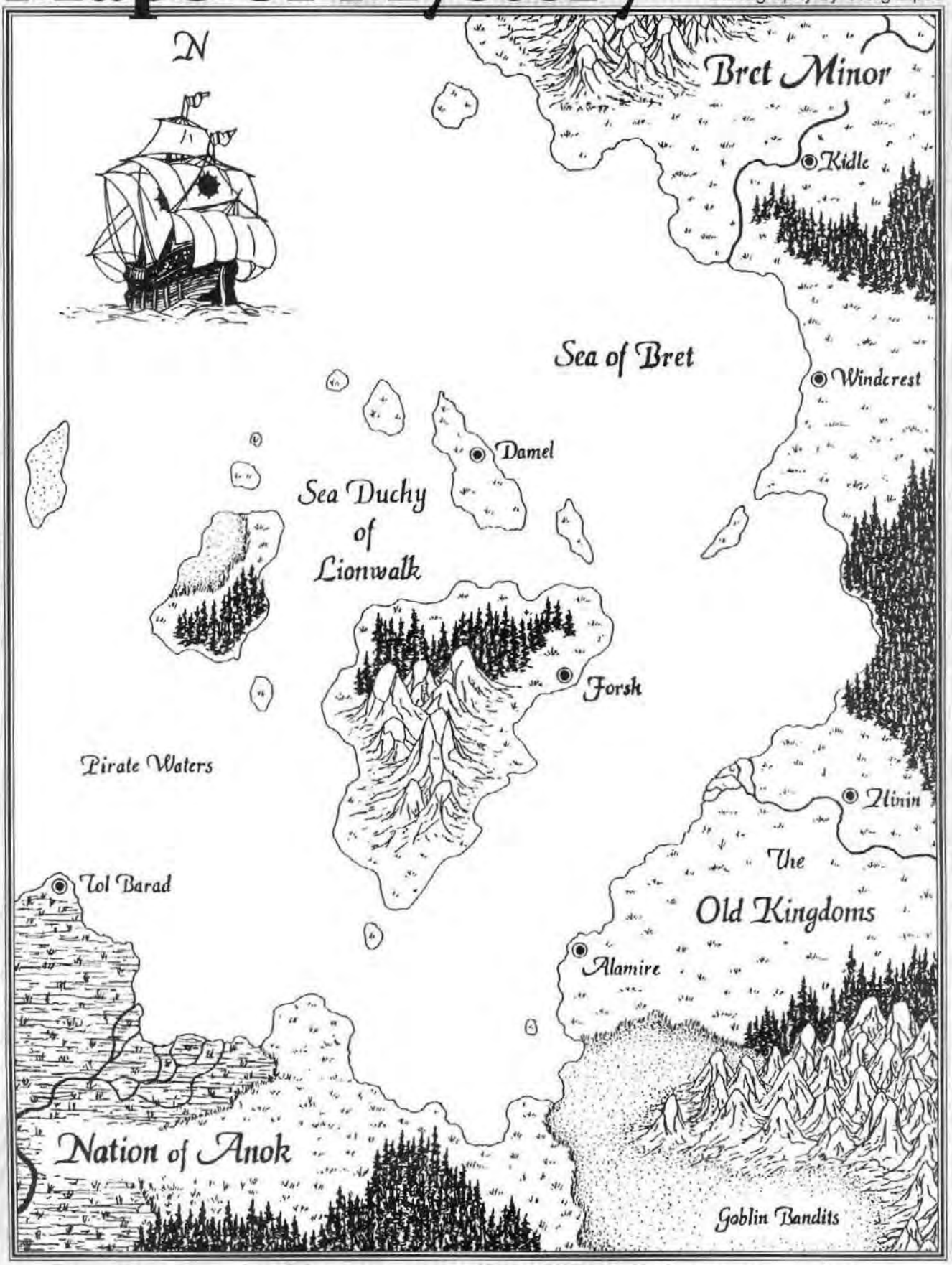
Maps of Mystery

Cartography by Craig Zipse



How many dopplegangers does it take to kill an elf—or a dwarf?

SSSCALY THINGSSS

BY KENT ERTMAN

Not everything is what it ssseems.

Artwork by Terry Dykstra
Cartography by Diesel

Kent tells us that being asked to contribute to the Mere of Dead Men series not only inflated his ego but also triggered a crippling anxiety attack. He dedicates this adventure to his beautiful wife, Hanya.

"Ssscaly Thingsss" is an AD&D® FORGOTTEN REALMS® adventure for 5–7 good-aligned characters of levels 3–6 (about 25 total levels). A psionicist, while not necessary, would be an asset. The adventure assumes a certain level of selflessness and heroism on the part of the PCs.

This is the second in a series of stand-alone adventures set in the Mere of Dead Men. It is not necessary for PCs to have completed the first adventure (in Issue #69) to enjoy this one. However, before running the adventure, the DM should carefully review the information given in the sidebar on page 36.

For the Player Characters

Nature can, at times, disgust you. You have been trudging through this miserable swamp for hours, silently cursing those tiny little green insects with the incredibly sharp stingers that have lunched enthusiastically on your hide for most of the morning. You also spare a few somewhat louder curses for the soft muskeg underfoot. But the loudest curses are saved for the hot, sweltering sun overhead that sends rivers of sweat down your back.

According to Sir Justin's scout, in a few more hours you should find a more solid stretch of ground that will carry you most of the way to Mornhaven Towers.

Apparently the bandits were in competition with a tribe of lizard men for the rich plunder travelling the High Road. However, while the bandits were content to simply rob and pillage, the lizard men seem eager to slaughter their victims. If the threat is not eliminated soon, travel along the road could cease altogether.

Sir Justin assigned another group to locate the lizard men's lair and determine their numbers. They discovered that the lizard men were of a more advanced kind, having established a community. There

were hundreds of them living in a sprawling cluster of mud huts. There was evidence of military organization, with a definite hierarchy among the males. The stronger ones carried shields painted with bright colors that seemed to denote rank.

The other group barely escaped with their lives. They decided they would bring a captive from the village, whom Justin could interrogate at his leisure. The single survivor of the kidnapping attempt explained how surprised they all were by the lizard man's ferocity. It's amazing that the poor fellow managed to survive his flight back to Iniarv's Tower with his right arm torn off at the shoulder.

Justin has assigned you the task of eliminating the lizard man threat. Though he never said so explicitly, you got the distinct impression he would not be disappointed if the entire tribe were wiped out, but other means are preferable.

The village is supposedly well hidden by geography, lying just a short trek south of the Mornhaven Towers. The towers—once home to a trio of elven sorceresses—have been swallowed by the swamp, but their peaks are supposedly visible from any high ground. The scout recommended traveling due west from Iniarv's Tower to The Warts, three low hills surrounding a circle of standing stones. From the top of the hills, you should be able to see the towers. Next to the towers there is supposed to be an abandoned fort.

Every inch of the swamp looks exactly the same, and you find it nearly impossible to tell how far you have to travel.

On and on you trudge, sticky mud clinging to your boots. You pray for relief from the thick, heavy smell of the swamp, the stinging blisters on your feet, and the swarms of insects.

For the Dungeon Master

The lizard men of the Three Towers Tribe are aggressive, and they are responsible for numerous attacks on the High Road. Recently, however, they have become distracted with a serious problem of their own.

A company of dopplegangers led by a human fighter named Mak'kar recently arrived in the Mere. They came following a treasure map and were set upon by the territorial lizard men. Mak'kar and his men sought refuge in the abandoned fort near the Mornhaven Towers and managed to hold the scalykind at bay.

To prevent further attacks against them, the dopplegangers infiltrated the Three Towers Tribe and stole several of the lizard men's eggs from the tribal hatchery. Mak'kar then issued an ultimatum to the lizard king that the scalykind were to leave his company alone while they searched through the Mornhaven Towers, or he would destroy the eggs. The lizard king refused to retreat, commanding his tribe to surround the fort.

The stalemate lasted two days before the lizard men launched an attack. Mak'kar was able to stave off the assault, but to make an example of the lizard men's foolishness, he held up one of the eggs in plain view of the lizard men and smashed it to pieces.

Rather than cowing them, this display so enraged the lizard men that they laid siege to the fort for the entire night. Dozens of scalykind were slain before the lizard king called off the assault. Mak'kar lost several men in the attack, but thanks to his tactics and the dopplegangers' ESP ability, the company survived.

Mak'kar was prepared to cut his losses and flee until he and his officers discovered a room in one of the Mornhaven Towers containing an imprisoned nabassu tanar'ri. Mak'kar believes he can dispel the magic that binds the tanar'ri using his *wand of negation*, but he has not dared do so for fear that he might simply worsen his present situation.

The Warts

The DM may roll for random encounters in the Mere, but the first planned encounter takes place near a landmark known as The Warts—a cluster of three steep hillocks.

The PCs reach The Warts just before nightfall. The hills offer an excellent view of the surrounding area of the swamp. Read or paraphrase the following to the PCs if they climb one of the Warts:

In the middle of the three hills is a small valley, where six stone monoliths stand in an ominous circle. They are chipped and scratched, and covered with small patches of moss and lichen.

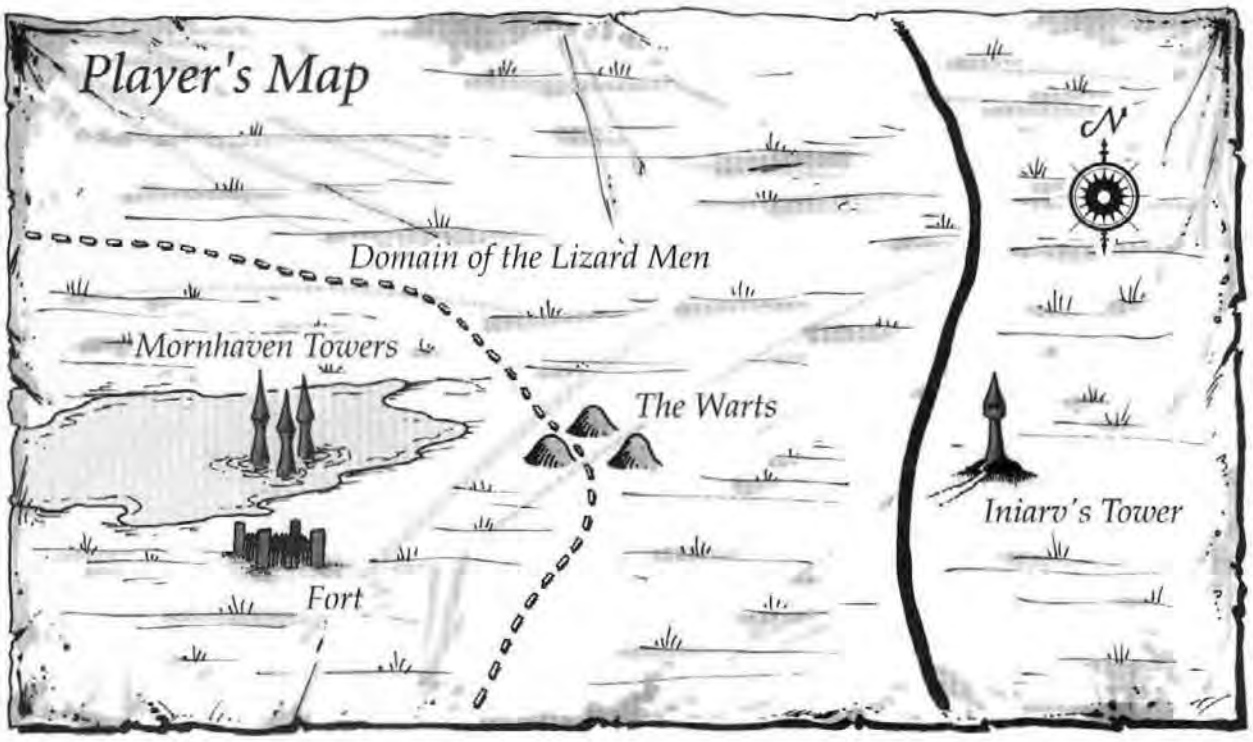
From the high ground you can see in every direction miles and miles of uninterrupted vegetation. There is nothing but bushes, trees and swamp grasses as far as the eye can see. Yet, to the west you see three conical spires rising above the tree line.

This would be a logical place for the PCs to make camp, since they probably cannot reach the towers before dark. Lighting fires atop the hills attracts the attention of the lizard men. (See "Ambush" below.) PCs lighting small campfires in the valley between the hillocks do not attract undue attention.

Each stone monolith is inscribed with a rare wizard spell written in ancient Elvish. Mages with the ancient languages proficiency or a *comprehend languages* spell can decipher the symbols and add the spells to their repertoires. The available spells include *vocalize, scatterspray, ghost armor, hold vapor, ironguard,* and *cloak from undead*. (These spells are fully detailed in the *FORGOTTEN REALMS Adventures* book as well as the *ENCYCLOPEDIA MAGICA*™ tome. The DM may replace these spells with more common ones from the *PHB* or use this opportunity to introduce new spells into the campaign.

Ambush

Whatever their time of approach, shortly after they enter the domain of the lizard men west of The Warts, the PCs cross paths with a lizard man patrol. If they take measures to move quietly or use scouts, they might (at the DM's discretion) detect the patrol before it finds them. If so, they can launch an attack with automatic surprise or try to avoid them entirely. Avoidance proves fruitless, however, because there are a number of patrols in this area, and in the process of sneaking away from this one the party only stumbles into



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Series Overview

Edging along the eastern edge of the Mere is the High Road, a vital and well-traveled route linking Waterdeep to the northern town of Leilon and, north of that, the city of Luskan. Over the last several months, the High Road between Water-deep and Leilon has been threatened by monsters from the Mere. Caravans report brutal attacks by lizard men on catoblepas mounts, yuan-ti, gargantuan bullywugs, and will o' wisps. There have even been confirmed sightings of a huge black lizard skulking through the Mere. Sir Justin Melenikus, a Waterdhavian knight and paladin of Helm, has grown weary of these attacks and offered his services to the city. Sir Justin and his watchers (specialty priests of Helm) recently left Waterdeep and headed north, clearing bandits out of the ruins of the demilich Iniarv's tower (on the edge of the Mere) and turning the site into their encampment.

Melenikus and his watchers have garnered enthusiastic support from the Lords of Waterdeep, the city's Merchants' Guild, and the local Adventurers' Guild. In fact, a notice has been posted prominently in the Adventurers' Guildhall that reads:

"Sir Justin Melenikus, a renowned knight of Helm, needs brave and hearty adventurers to help slay monstrous threats from the dreaded Mere of Dead Men. Fell creatures have been attacking caravans on the High Road, slaughtering travelers, and endangering Waterdeep's trade with its northern neighbors. Unless the monsters are defeated, all trade to the north could be halted. Sir Justin and his watchers have made camp in the ruins of Iniarv's Tower, located four days' walk toward Leilon. Interested parties should meet with Sir Justin in person.

"Rewards for slain monsters shall be authorized by Sir Justin. Gold shall be paid by the Free Merchants' Guild upon presentation of a stamped writ from the knight himself."

A handful of adventurers have already left the city for Iniarv's Tower, a ruin located in the foothills east of the Mere. Sir Justin is sending several groups into the swamp to rout the monsters. This series explores several key sites where monsters are thought or known to dwell. Using *divination* spells, the watchers have determined that a great evil lurks in the Mere, and that the recent attacks on the High Road are somehow related.

Camp at Iniarv's Tower

When the heroes arrive at Iniarv's Tower, they are well met by Sir Justin Melenikus. Each time he sends them into the Mere, he promises to reward them with a writ that they can keep and take back to Waterdeep to exchange for gold coins. The amount of the reward varies depending on the party's degree of success (determined by the DM). Sir Justin also offers the following benefits:

❖ Heroes who return to Iniarv's Tower during an adventure may receive any of the following curative magics from the Watchers: *cure light wounds* (up to 8/day), *cure serious wounds* (up to 4/day), *cure blindness or deafness* (up to 8/day), *cure disease* (up to 8/day), *neutralize poison* (up to 6/day), *raise dead* (up to 3/day).

❖ Before embarking on an expedition into the Mere, the characters receive the following items: three potions of *extra-healing* (or one potion of *healing* per PC), two clerical scrolls (*neutralize poison* and *cure disease*) in water-tight bone tubes, and a minor *ring of water breathing*. Each ring's magic lasts only 12 days from the time it is first worn, after which the ring loses its enchantment.

Sir Justin Melenikus (9th-level paladin of Helm): AL LG; AC 0; MV 12; Pa9; hp 73; THAC0 12 (base); #AT 3/2; Dmg by weapon type; SD detect evil intent (60' range); immune to disease; *cure disease* twice/week; heal 18 hp/day; S 16 (18/00 with *gauntlets of ogre power*), D 12, C 15, I 14, W 17, Ch 18; ML 18; *plate mail +3, Illuminus (two-handed sword +2, +4 vs. undead), gauntlets of ogre power.*

There are 12 watchers at Iniarv's Tower: two 11th-level priests, three 9th-level priests, three 7th-level priests, and four 5th-level priests. In addition to their healing spells, these priests carry various curative magics in the form of potions, scrolls, and other items they keep under guard. For more information on the watchers of Helm and their magic, consult the *FORGOTTEN REALMS Adventures* hardbound book or the *Faiths & Avatars* accessory.

In addition to the priests, Sir Justin has a dozen 4th-level fighters wearing plate mail and carrying *shields +1, long swords +1* and short bows with quivers of magical arrows (all provided by Sir Justin). They are stationed at the base camp to protect the watchers and guard the camp against attacks from the Mere.

another. If this happens, both sides have the usual chances for surprise, but the inevitable result is combat.

If the PCs do not detect the patrol first, the scalykind ready an ambush by hiding in the abundant undergrowth. They split into two groups, flanking the party on either side. Each group begins the attack by launching a volley of javelins and then rushing into melee. The PCs must check for surprise.

Lizard men (8): INT low; AL N; AC 5 (4 with shield); MV 6, Sw 12; HD 2+1; hp 13 each; THAC0 19; #AT 3 or 1; Dmg 1d2/1d2/1d6 or by weapon; SZ M; ML 14; XP 65; *MM*/227; medium shield, javelin.

When the battle turns against the lizard men, read or paraphrase the following:

> One of the great lizards breaks from the fight and backs off. He lifts his long snout to the sky and brays loudly. He then snarls and leaps back into the fray. You hear another braying sound from far off in the distance behind you. And then another from your left. And another from the right.
>
> Reinforcements!

It should be abundantly clear to the party that more lizard men are coming. They can be heard coming from every direction except the towers. The lizard men have been wary of intruders ever since the last group of adventurers and Mak'kar's dopplegangers infiltrated their domain.

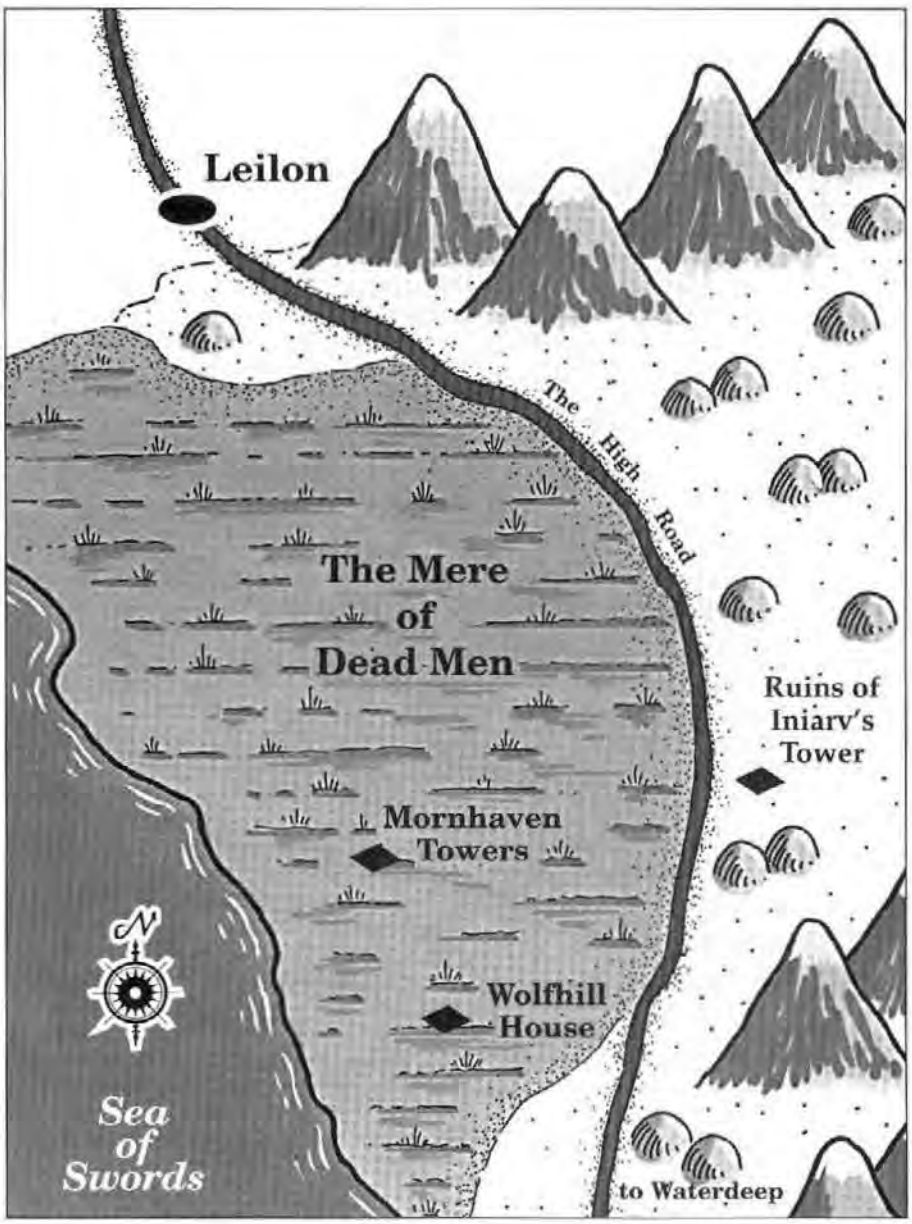
If the PCs remain and fight, reinforcements arrive in 1d3+1 rounds. One of the arriving lizard men is a **patrol leader** (hp 17) astride a catoblepas. Another 1d3+1 rounds later, a third detachment arrives.

Lizard men (8): same statistics as above.

Catoblepas: INT semi-; AL N; AC 7; MV 6; HD 6+2; hp 27; THAC0 15; #AT 1 (tail); Dmg 1d6 + stun; SA death gaze; SZ L (6' tall at shoulder); ML 12; XP 975; *MM*/39.

Clutches of the Lizard Men

If the PCs head deeper into the lizard men's territory—whether volunatarily or as a result of being chased—they are stalked and hunted by the scalykind until they reach the Mornhaven Towers. As they near the towers, they hear the sounds of crashing in the underbrush behind them.



> In the clearing ahead are the waterlogged Mornhaven Towers. They stand partly submerged in a small lake, so that only the top sixty feet or so are visible above the level of the water. The slick black slate of each pointed spire is lathered in mold and moss.
>
> On the shore of the lake nearest the towers is a wooden fort. It seems sturdy, though quite old. It looks like someone has completed extensive repairs. It also looks like the trees and brush around the fort have been cleared out to two hundred yards. Surrounding the fort is a wicked ring of sharpened stakes, buried in the ground and pointing outward at various angles like a bristling briar patch. Someone has obviously spent a lot of time and effort fortifying this place.
>
> Lying in the mud around the fort are more than a dozen dead lizard men, their corpses speared with arrows.

Inspection of the lizard man corpses outside the fort reveals that they have been dead only a few days.

If the PCs approach the fort, a head pops into view above the wall of the fort. "Don't bother trying to run," announces a bedraggled looking dwarf, propping up his battered helmet so that it doesn't fall over his eyes. "Darn lizards have had the entire clearing surrounded for days. There's no way out!" Moments after the dwarf speaks, a chorus of braying erupts from the swamp. "Wow, are they ever irritated!" says the dwarf from his perch. He then looks down inside the fort as if discussing something with people on the ground below. He looks up once again, and his helmet falls over the right side of his face, at which point he tells the PCs, "If you agree to help defend the fort, you can come inside." Then, matter-of-factly, the little fellow says. "You'd best hurry. There are rather a lot of them." If the PCs accept the offer and run into the compound, go directly "Mak'kar's Fort" below. If not, the dwarf looks completely baffled. "Well then, gee whiz, get out of here," he says, both hands holding his helmet out of his eyes. "We're not going to waste our energy defending you if you're not coming inside." And abruptly the little fellow drops out of sight.

If the party runs into the swamp, it should be obvious that they will encounter lizard men unless they take some measures to conceal themselves. There are five strategies they can choose from:

❖ **Surrender.** PCs who surrender are escorted at spear-point to the lizard men's prison camp (see below).

❖ **Parley with the lizard men.** If one or more of the PCs speak Lizard Man, they can communicate with the scalykind. Unfortunately, the lizard men on patrol are primitive and aggressive, and they do not negotiate with outsiders. They insist that the heroes surrender (see Surrender option above). Heroes who refuse are attacked.

❖ **Fight their way to freedom.** This is the least likely to succeed but probably the first one that occurs to most people. The party crosses paths with a patrol of eight lizard men (see above for statistics) four rounds after running into the swamp. Unless they take some magical measures to suppress the noise, there is a cumulative 20% chance for each round of combat that the rest of the tribe finds the site of the battle. If this happens, the party is overwhelmed and captured; proceed directly to "Lizard Man Prison Camp" below. If they manage to defeat the patrol before the tribe arrives, they have evaded capture for the time being. Before they are home free, the PCs stumble into another small patrol of four lizard men three rounds later. Once again there is a cumulative 20% chance for each round of combat that the noise attracts the tribe and the party is captured. If by some miracle the PCs escape a second time, refer to the encounter "Free At Last!"

❖ **Sneak away.** Subtle PCs can sneak right past the onrushing lizard men to freedom. The humanoids are observant but are not exactly searching the swamp as they rush to the Towers. They do not notice a cleverly concealed party moving quietly. A PC using *invisibility, silence* or a thief's move silently skill can avoid notice, as should others hidden by illusions or other appropriate magical spells. Non-magical camouflage like covering oneself with mud and leaves could also be successful at the DM's discretion. If the PCs are discovered, they are attacked by a patrol of eight lizard men (see above). Otherwise they escape; refer to "Free at Last!" below.

❖ **Hide.** Also a popular choice, but risky. Unlike the previous option, this entails the party hiding in one place and not moving. Any hiding place within 100 feet of the clearing is too close, and the PCs are discovered and captured eventually (proceed to "Lizard Man Prison Camp" below). Suitable hiding places would be above the tree tops (if the PCs can fly), in any of the numerous little sloughs, under a heap of dead vegetation, or high up in a leafy tree. Given how distracted the lizard men are, they could easily miss a quiet PC who is well hidden. Magical concealment like *invisibility* or *phantasmal force* can work as well. Success is largely up to the DM's discretion, but if the PC avoids notice, refer to "Free At Last!" below.

Lizard Man Prison Camp

If the PCs are overwhelmed by the lizard men and captured, they are dragged to a temporary camp just southeast of the clearing around the Towers. Because their king has demanded the pleasure of killing the residents of the fort for himself, the scalykind do their utmost to take the PCs alive. However, they kill anyone who leaves them no other alternative. Captives are roughly stripped of their weapons, packs, pouches, and obvious hand-held items, bound with vines and roots, and thrown into a pile on the ground together. PCs who make successful rope use proficiency checks can work their bonds loose in 1d3+3 rounds.

> You lie on the ground, your possessions heaped together against a nearby tree trunk twenty yards away. A dozen lizard men stand around you in a circle, hissing at you and licking their teeth with their forked tongues. A much larger brute comes marching into view, standing head and shoulders above the others. His shield is painted in a bright pattern.
>
> "You sssmell wrong." he gurgles and hisses in Common. "You not sssmell like the grayssskinsss." He then turns to his companions, gesturing and hissing wildly.

A few moments later, three lizard man shamen approach and begin talking with the others. Unlike the others of their tribe, the shamen wear long ceremonial loincloths of bright cloth, sewn with sparkling beads. Two join the lively conversation, and the third walks over the party. He takes one PC aside at random, carrying the bound character just out of sight of the others. Take this player aside and read him the following:

> The lizard man carries you out of sight of the others and drops you unceremoniously to the ground. He leans over you with a dagger and begins cutting away the vines at your wrist. "I Ssij, high shaman of Tribe of Three Towersss. Be sssilent and lisssten."
>
> The hulking scalykind finishes quickly with the roots tied around your ankles, sits on his haunches,

and looks at you. "Time ssshort. Grayskins in the fort sssteal our tribesss eggsss. They hold eggsss ransssom. Threaten to dessstroy them. Tribe'sss king not want to lisssten. Inssstead wantsss to attack fort and ssslay grayskins. Ssij afraid grayskins will dessstroy eggsss if king attacksss.

"You help usss. Pretend to join grayskins at fort. Find eggsss. Do not tell your friendsss. Grayskins can read mindsss. That'sss why we can not defeat them. Grayskins read tribe'sss mindss and know our plans. Take thisss."

Ssij pulls a slime-covered copper amulet from around his neck and places it over your head with his huge clawed hands. "Wear thisss. Grayskins cannot read your mind when you wear thisss. Go now. Help usss."

Ssij then wraps his hand almost gently around your forearm and says, "Do not tell your friendsss. You tell them and evil men will read their mindsss. Evil men will kill all of you. Now go!"

Ssij gives you an encouraging shove that sends you stumbling forward.

Ssij gives the one PC an *amulet of proof against detection*. If the player tries to interrupt Ssij and talk about the lizard man raids on the High Road, Ssij waves his hands impatiently and simply says, "Yesss, yesss! Firssst, you help usss, then Three Towersss Tribe ssstopsss raidsss."

The PC now has an ideal opportunity to free the rest of the party and recover their lost equipment. The two other shamen ensure that the lizard men guards neither intervene nor report to the lizard king. The PC does have a problem, however; he must decide how much, if anything, he tells his comrades. The difficulties of keeping things hidden from the residents of the fort is dealt with later. Refer to "Free at Last!" below.

Because Ssij is working against the lizard king's wishes, he cannot protect the PCs if they do not go to the fort. To the PC with the amulet, he impresses that he can only stave the lizard king's wrath a day or two; the PCs must recover the eggs by then.

Ssij (lizard man shaman): INT very (12); AL N; AC 4; MV 6, Sw 12; P7; hp 39; THAC0 16; #AT 3 or 1; Dmg 1d2/1d2/1d6 or by weapon type; SZ M; ML 13; XP 420; *MM*/227; shield, club (treat as morning star), *amulet of proof against detection*.

Spells: *cure light wounds* (×2), *entangle, sanctuary; augury, hold person, snake charm; protection from fire, summon insects; cloak of bravery*.

Lizard man shamen (2): statistics same as Ssij except: P3; hp 15; THAC0 20; XP 175; *MM*/227; javelin.

Spells: *cure light wounds, entangle, faerie fire; obscurement*.

Lizard men (27): INT low; AL N; AC 5 (4 with shield); MV 6, Sw 12; HD 2+1; hp 13 each; THAC0 19; #AT 3 or 1; Dmg 1d2/1d2/1d6 or by weapon type; SZ M; ML 13; XP 65; *MM*/227; shield, javelin, six darts.

Free at Last!

If the party escapes the lizard men, they are free to do whatever they wish. They may regroup at Iniarv's Tower, go back to Mornhaven Towers and the fort, or they can try to find the lizard men's village.

If they return to the towers, they are once again greeted by the dwarf who again invites them into the fort. If they accept, proceed to "Mak'kar's Fort" below. If they refuse, the little dwarf hollers at them, "Gee whiz! Are you guys stupid or something? If you don't want to come in, then run for your lives!"

If the PCs search for the lizard man village, they are walking directly into the part of the swamp most densely occupied by the scalykind. If they persist, they are ultimately discovered and recaptured. This time, nothing Ssij or the shamen can do will save them. The lizard king orders all captives executed, their bodies fed to the king's giant lizards or dumped on the banks of the High Road as a warning to other intruders.

There are 150 adult lizard men in the village. The lizard king, Ssavath, is a savage brute with two giant lizards for pets. He likes to watch as his lizards devour captive prey.

Ssavath (lizard king): INT average (9); AL CE; AC 3; MV 9, Sw 15; HD 8; hp 52; THAC0 13; #AT 1; Dmg by weapon type (3d6+2 with trident); SA skewer; SZ L (8' tall); ML 16; XP 975; *MM*/227; great trident, *ring of free action*.

Giant lizards (2): INT non-; AL N; AC 5; MV 15; HD 3+1; hp 24 each; THAC0 17; #AT 1; Dmg 1d8; SA swallow whole; SZ H (15' long); ML 10; XP 175; *MM*/226 (lizard).

Mak'kar's Fort

Play this scene when the PCs first enter the fort. As the tall wooden gates swing open to admit them, read or paraphrase the following:

The 20' high walls enclosing the fort are made of thick tree trunks buried deep in the ground. A catwalk clings to the inside of the wall. At each corner is a 15' tall square tower with two smaller towers flanking the gates. Inside the compound are four wooden buildings.

Before you is a structure with a wide staircase climbing to a set of double doors. Another half dozen people are running around the courtyard carrying bundles of arrows or lit torches to the guards on the walls.

The dwarf shuffles up behind you, limping heavily, one hand holding the ridiculous helmet on his head. "My name is Flox," he says, then turns to the grand building and calls out, "Mak'kar! They're inside."

The great double doors open, and a tall man in a red tabard walks down the steps. Following him are two male elves, a human female, and another human male. The tall man in the red tabard stands before you and offers his hand. "My name is Mak'kar," he says in a strong, clear voice. "Welcome to our prison."

Mak'kar asks for details about the pursuing lizard men. He then introduces his four officers—Boz, Ryll, Cayla and Drunn—and explains that he and his soldiers make their living as bodyguards, watchmen for caravans, and so forth. Last month, Cayla found a treasure map in a library in Waterdeep that described rare, magical treasures hidden within the Mornhaven Towers. They knew the dangers of the Mere and the denizens that lived there, but they thought their company was prepared to handle the threat. (For the true story, refer to "For the Dungeon Master.")

Permanency Aura

Lingering magical dweomers in the vicinity of the Mornhaven Towers have permanently altered the effects of magic within one mile of the towers. Mak'kar's fort falls within this area of effect.

Any cast spell with a duration greater than "instantaneous" has a 25% chance of persisting indefinitely, as if affected by the eighth-level wizard spell *permanency*. Even spells not normally subject to the *permanency* spell are affected. Thus, a *flaming sphere* cast within one mile of the Mornhaven Towers has a 25% chance of lasting until dispelled. If the *flaming sphere* were moved outside the one-mile radius of the *permanency* aura, the spell would end once its normal duration had expired.

A spell rendered permanent by the Mornhaven Towers' aura can be dispelled either by its caster or by use of a *dispel magic* or *wand of negation*. Spells cast outside the permanency aura are not rendered permanent upon entering the vicinity.

Spells with a fixed number of "charges" or "hit points" (like *stoneskin* and *armor*) are not affected and dissipate after delivering or absorbing the usual amount of damage. *Mirror images* remain until struck or dispelled. Spells with delayed effects, such as *delayed blast fireball*, are not affected by the aura. Spells that trigger a sudden or repeating instantaneous effect (like *Melf's acid arrow, glitterdust, shocking grasp, flame arrow, ray of enfeeblement,* and *Melf's minute meteors*) are not altered, either.

The *permanency* aura has no effect on magical items with the exception of protection scrolls and spell scrolls.

Mak'kar curses his retinue's misfortune. When they set up camp at the edge of the lake, the lizard men launched an immediate assault. Mak'kar claims proudly that his men fought well but confesses that he lost five soldiers driving off the scalykind. Mak'kar then ordered his men to repair and restore the fort so that they could explore the Towers and maintain a safe defensive position.

Much to Mak'kar's horror, the lizard man tribe was actually several hundred strong and led by an evil and relentless lizard king. The lizard men surrounded the fort and the Towers. For the past twelve days, Mak'kar and his men have been fighting for their lives, trying to hold off the lizard men. Mak'kar explains that they have killed dozens of the scalykind, and he is sure that if they can maintain their position long enough, the tribe's losses will be too great to bear, and they will desist. Unfortunately, he is critically short of supplies and men, and he is not sure how much longer he can hold out.

He asks the PCs to help him defend his fort. He has no spellcasters in his company, and their aid could turn the siege in his favor. Before the PCs have a chance to respond, Flox calls to Mak'kar from the wall. Mak'kar indicates the party should follow him and climbs the ladder to the catwalk.

> Mak'kar says, "You might not believe in what we're fighting for, but look at that and tell me what other choice you have but to fight with us?" He points over the wall to the edge of the swamp.
>
> There are lizard men everywhere. They stand motionless and silent in little groups at the edge of the forest. How many hundreds of them are hiding in the trees? "I ask you again," says Mak'kar, "what other choice do you have?"

The lizard men are massing for another attack. Mak'kar tells Flox (one of the normal dopplegangers in dwarven guise) to escort the PCs around the fort. Flox introduces them to the other members of Mak'kar's company and explains the basic fort defenses. He then escorts the PCs to their quarters (area **6**). In the meantime, Mak'kar and his officers make plans for the coming raid.

Flox encourages the PCs to rest for a while before sunset, at which time Mak'kar assigns them defensive positions along the wall.

The PCs are free to explore the fort until nightfall, which should leave them most of the day. However, they are constantly under the subtle scrutiny of the dopplegangers. If the PCs were captured and released by the lizard men, the dopplegangers will want to know why.

The dopplegangers' mind-reading ability is instinctive and operates continuously to about five feet without concentration. If they focus their senses, they can probe an individual up to 60 feet away in their line of sight, although the victim has the same chance to detect the intrusion into his mind as he does to detect scrying. The dopplegangers know this and are reluctant to attempt a focused reading.

Ssij's *amulet of proof against detection* and *nondetection* spells defy the dopplegangers' ESP ability.

PCs who intentionally fill their heads with nonsense to discourage probing can conceal their true thoughts if they make a successful Intelligence check. Psionicists receive a +2 bonus due to their mental discipline. A roll must be made each hour to see whether the clutter can be maintained.

How the dopplegangers react to the PCs depends on how much the PCs know. Refer to the "It Never Crossed My Mind" sidebar.

Mak'kar (7th-level fighter, human male): AL LE; AC 1; MV 12 (10 in armor); F6; hp 50; THAC0 14; #AT 3/2 or 2; Dmg by weapon type; S 15, D 15, C 16, I 14, W 11, Ch 13; ML 15; XP 650; *wand of negation* (8 charges), *plate mail +1*, long bow, *long sword +1* (specialized; +1 to hit, +2 damage), short sword, dagger.

Boz, Ryll, Cayla, and **Dunn** (greater dopplegangers): INT very (12); AL LE; AC 4; MV 9; HD 6; hp 45, 36, 24, 23; THAC0 15; #AT 1; Dmg 1d12 or by weapon type; SA shape change, *ESP*; SD immune to sleep or charm; save as F12; SZ M; ML 15 (13 if Mak'kar is slain); XP 975; MM/60 (modified); chain mail, long sword, long bow, dagger.

Dopplegangers (17): INT very (11); AL NE; AC 5; MV 9; HD 4; hp 35 (×2), 28 (×4), 22 (×3), 18 (×5), 12, 8 (×2); THAC0 17; #AT 1; Dmg 1d12 or by weapon type; SA as above; SD immune to *sleep* and *charm;* saves as F10; SZ M; ML 13 (11 if Mak'kar is slain); XP 420; *MM*/60; chain mail, long sword, long bow, dagger.

TSR

Dungeons & Dragons®

WORLDS OF ADVENTURE

Fast-Play Game

Your portal to the AD&D® game!

by Jeff Grubb

The warrior *shouldered the door open, and it creaked on hinges unused for centuries. The air smelled of damp earth and ancient, unspoken secrets. Ahead of them, a stone-lined hall disappeared into the darkness beyond.*

"Let's go," said the wizard, consulting his map.

"Hold on," said the rogue. "Listen!"

From the hallway ahead came the soft scraping of bone against bone, and out of the darkness stepped a skeleton, the torchlight reflecting off its polished bones. Another skeleton joined it, and then a third. Their lower jaws opened in a voiceless battle cry, and the undead warriors raised their rusted swords and charged the adventurers. . . .

Welcome to the DUNGEONS & DRAGONS® Fast-Play Game. This 16-page special inclusion in *DUNGEON® Adventures* is an introduction to the ADVANCED DUNGEONS & DRAGONS® game—the world's most popular roleplaying game. If you're an experienced player who knows all this stuff, share it with someone who hasn't played before. If you're interested in how to play the D&D game, read on.

What Is a Roleplaying Game?

In a roleplaying game, each individual involved pretends to be an imaginary character, much the same as an actor plays a part in a film or a play. The big difference is that in a film, the actors are following a script—but in a roleplaying game, you and the other players are writing your own lines as you play out an adventure, and the ending of the story is not determined until you get there.

One of the individuals in a D&D game is the Dungeon Master (DM for short), the person who knows what the adventure is all about and tells the players what's happening as the story moves along. It's always necessary for someone to be the DM, but this doesn't have to be the same person every time you play. The other individuals are players, each one playing the role of his or her own player character (PC for short). The adventure included with these rules, titled "The Ruined Tower," is for one DM and up to four players.

In the D&D game, player characters are heroic fighters, mighty wizards, and cunning rogues. They journey into lost ruins (the "Dungeons" of the game's title) and battle fierce monsters (sometimes, though not always, "Dragons"). To play "The Ruined Tower," each player picks one of the characters from the sheets on pages 5–6. If you want to play more adventures, you can use this character over and over—you don't have to use a new character every time you play a new game.

The DM should read over all of these rules and the adventure before starting play. The players should read pages 2–4 and look over the character sheets on pages 5–6—but don't read any farther, or the surprises of the adventure will be ruined!

What Are Characters Made Of?

Take a minute to look at the character sheets on pages 5–6. Make photocopies of those pages if you want, cut each of the pages in half, and make sure that every player in your group has the sheet for the character he or she wants to play. Here's what all the information on the character sheets means.

Name: The character's name, already written in.

Player: That's you, the player "running" this character. Put your own name here.

Class: D&D characters fall into general classes. Each class has advantages over the others. The character classes in this adventure include fighters (who are good at fighting with swords and other weapons), wizards (who can't fight with swords but can cast spells), and rogues (who are okay with swords and can also do sneaky stuff like picking locks).

Race: In the D&D game, characters can belong to different races. In this adventure, most of the characters are human. Niles is a halfling, which is a diminutive race of beings who are known for their bravery and cunning.

Level: Characters can be carried over from one adventure to the next (like a "saved game"). As they have more adventures, they become more powerful. Level is a measure of how powerful the characters are. In this adventure, all the characters are level 2, which means they are still fairly inexperienced and can grow more powerful.

Ability Scores: These numbers are the heart of a character's description. They tell what the strong points and weak points of the character are. (Just like real people, most characters are better at some things than others.)

Strength is how strong your character is.

Dexterity is how quick your character is.

Constitution is how healthy your character is.

Intelligence is how smart your character is.

Wisdom is how much common sense your character has.

Charisma is how appealing your character is.

Ability scores range from 3 to 18, with 3 being the lowest (and weakest), and 18 being the best.

Fighters usually have high Strength, rogues have high Dexterity, and wizards have high Intelligence. Your character's ability scores have an effect on how well he or she does at certain things. We've done all the calculations you need to play the adventure, so don't sweat it.

Armor: This line tells you what type of armor your character is wearing.

Armor Class: This number tells you the benefit of the armor your character is wearing. A *low* number for Armor Class is a good thing—a 3 is better than a 4.

Move: This number describes how fast your character moves. All the characters in this adventure move at the same rate, except for Niles the halfling. He's slower than the rest. That's important if the party runs away from danger, since Niles will lag behind.

Hit Points: Hit points are a measure of how much damage your character can withstand. Weapons, monsters, and falling into deep holes can all do damage to your character.

Wounds: This line is used to keep track of the wounds your character has taken. If this number gets to be more than your character's hit points, he or she is dead and out of the game. Use a pencil to tally your character's wounds, just in case some of them get healed. (Elanna has a healing potion that, if drunk, will restore lost hit points.)

Gold: Money in the D&D game is expressed in gold pieces. Everybody starts out with no money, but characters can pick up gold as a treasure or a reward during an adventure. The amount of gold your character collects goes on this line.

XP: Short for eXperience Points, XP is a measure of how successful you are as a fighter, wizard, or rogue. Everyone has a certain amount of XP (the number varies) so that they are 2nd level.

Next Level: This is the amount of XP your character needs to go to the next level. You get XP by defeating monsters and completing quests.

Weapons: This section tells the types of weapons each character has and how much damage each weapon causes. To find out what things like "1d8" and "1d10" mean, see the box in the next column that talks about "Funky Dice."

Spells: Because Thaddeus is a wizard, he has spells he can cast. His spells are listed here. He can cast one *magic missile* and one *sleep* spell during the adventure.

Abilities: Most of the characters have different abilities, depending on their class, race, and ability scores. These are covered here.

Equipment: This is a listing of other important stuff your character may have. Ordinary items like cloaks or boots aren't mentioned, but things that may be useful, like rope and torches, are.

How the Game Works

In the D&D game, the Dungeon Master and the players team up to tell a story. The DM has a script, also called an adventure, that tells what the characters will face in the dungeon. The players have character sheets, which tell them what their characters can do and what items they can use.

The DM sets the stage, usually by reading a pre-

Funky Dice

Weapons (and a lot of other things in the game) come with a set of numbers, like 1d8, 2d6, and 1d4+1. What do the numbers mean?

They describe different types of dice used in the D&D game. The number after the "d" tells you how many sides the die has. A "d6" is the normal kind of die you're probably used to seeing—a cube with each side representing a number from 1 to 6. Other dice come in different shapes and have different numbers of sides: 4, 8, 10, 12, and 20.

A number in front of the "d" tells how many dice should be rolled, so 1d8 means roll one 8-sided die, and 2d4 means roll two 4-sided dice. A plus sign followed by a number means that the number should be added to the roll: "1d8+1" means roll an 8-sided die and add 1 to the result.

A lot of games use these dice. If you don't have them, you can get them at a game store or maybe a bookstore. If you can't get them right away, here's how to use 6-sided dice to take the place of all the other sizes.

d4 – Roll a 6-sided die; roll over if the result is a 5 or 6.

d6 – Roll a 6-sided die normally.

d8 – Roll two dice of different colors. Roll one to get a d4 number (roll over on a 5 or 6). Roll the other one, and if the result is 4, 5, or 6, add 4 to the total.

d10 – Roll two dice of different colors. Roll one to get a number between 1 and 5 (roll over on a 6). Roll the other one, and if the number is 4, 5, or 6, add 5 to the total.

d12 – Don't worry about a d12 right now; you won't need one in this adventure.

d20 – This one is a little complicated. Roll three dice (or one die three times). The first roll gives you a number from 1 to 5 (roll over on a 6). If the next roll is 4, 5, or 6, add 5 to the total. If the third roll is 4, 5, or 6, add 10 to the total. (Yeah, it's a pain, but at least you don't have to buy any dice until you decide if you like the game or not.)

An easier way to get a result that's kind of like rolling a d20 is to roll a 6-sided die and multiply the result by 3. If you like that better, no problem—the adventure you're going to play works the same either way.

What Is All This Stuff?

The D&D game is set in a fantasy world, a lot like our world back in the Middle Ages. D&D characters use swords instead of guns, ride horses instead of cars, and fight monsters instead of rush-hour traffic. In the game, we throw around a lot of words describing stuff from that age. In case you're not sure what we mean . . .

Swords are good weapons, but not all swords are equal. Niles has a **short sword,** which is best for him because he's not very big. Darkblade has a **long sword,** which is longer and has a better reach. Elanna uses a **two-handed sword,** which causes the most damage of the three.

Daggers are sharp knives, handy for cutting things and stabbing monsters. Daggers can also be thrown to do damage.

A **quarterstaff** is a pole about seven feet long, useful for bashing opponents and testing the ground ahead.

Armor comes in several different styles. **Chain mail** is made of loose links of metal. **Scale mail** is made of overlapping metal sheets. **Leather armor** is more flexible and quieter (and therefore better for rogues to sneak around in), but it doesn't protect as well as chain mail or scale mail. Wizards don't wear armor–it messes up their ability to cast spells.

Thieves' tools are handy to have because sometimes it's easier (and smarter) to open a door by picking a lock instead of bashing it down. A set of tools includes bits of wire, clippers, metal picks, and other small items that a rogue uses to do all sorts of crafty things.

pared bit of text, telling the players what their characters see. This might be a brief description of the area where the characters are, or an old legend being told by the fire, or a passage from a book. The players then can ask questions and tell the DM what they want their characters to do. The DM tells the players what their characters see and hear. Here's an example of how that works:

DM: You see a corked bottle sitting on a shelf.

Player: I pick up the bottle and look to see what's in it.

DM: The bottle is corked, and you can't see through the glass.

Player: I pull the cork out of the bottle.

DM: A black mass of smoke swirls out of the bottle, and from the heart of the smoke a voice thunders, "At last I am free! Now I can conquer the world!"

Player: Uh, is it too late to put the cork back into the bottle?

You get the idea. Sometimes there is some doubt about if a particular action is successful, if you hit an opponent, or how much damage you cause. For that you need the funky dice (see the previous page). Sometimes the players will roll the dice and sometimes the DM will roll the dice, depending on the situation.

Combat

The players are running characters who are going into a dungeon in order to defeat the monsters and take their treasure. The monsters aren't happy about this, and as a result . . . we have combat.

The players roll the dice when their characters are doing things. The DM rolls the dice for the things he controls, like the monsters, or when he wants to keep the results secret from the players. If there's any question about who rolls, the DM decides (making decisions is part of the job). In combat, players always roll for their characters.

When combat starts, each player needs to say what weapon his character is using. Darkblade, for example, may use his long bow or his long sword. Both have advantages and disadvantages.

Each of the players needs to make an "attack roll," trying to get a particular number or higher on 1d20 (a 20-sided die). In general, fighters are best at combat and wizards worst, and characters with high Strength do better than weaker ones. Each player gets to roll to see if his or her character scores a hit. In the adventure, we summarize all this and tell you what number each of the characters needs in order to hit. If you miss, there is no penalty, except that the monster is still there and takes a swing at your character in return.

On a hit, your character's weapon causes a certain amount of damage. The long sword, for example, causes 1d8 points of damage to an opponent. The DM keeps track of damage to the monsters—when a monster's wounds are greater than its total hit points, the monster is dead.

After the characters each get a chance to hit, the DM makes attack rolls for the monsters. Again, we've done the calculations already in the adventure, and we just give you the number required.

If a character is hit, the monster does an amount of damage determined by another die roll. The player marks this damage as wounds on his or her character sheet.

What's Next?

You've got the character sheets, you've got the basic info about how the game is played and how combat works, and now it's time to get into the real action. The person who's going to be the DM should read the rest of this booklet. The rest of you will be players, so don't read any farther. When the DM is ready, you can begin the adventure.

Dungeons&Dragons

Character Sheet

Name: **Darkblade** Player: _____
Class: Fighter Race: Human
Level: 2

Ability Scores

Strength	17
Dexterity	15
Constitution	14
Intelligence	11
Wisdom	13
Charisma	15

Armor: Chain mail
Armor Class: 4
Move: 12
Hit Points: 12
Wounds: _____
Gold: _____
XP: 2000 Next Level: 4000

Weapons:
- Long bow
  - Damage 1d8
- Long sword
  - Damage1d8

Spells:
Darkblade has no magical spells.

Abilities:
When attacking with his bow, Darkblade makes two attacks each round. He cannot use his bow if he is in close combat.

When attacking with his sword, Darkblade does an additional point of damage. (Roll damage, then add 1 point.)

Equipment:
Torch
50-foot coil of rope
Backpack

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Dungeons&Dragons

Character Sheet

Name: **Elanna** Player: _____
Class: Fighter Race: Human
Level: 2

Ability Scores

Strength	15
Dexterity	17
Constitution	15
Intelligence	13
Wisdom	11
Charisma	16

Armor: Scale mail
Armor Class: 3
Move: 12
Hit Points: 14
Wounds: _____
Gold: _____
XP: 2000 Next Level: 4000

Weapons:
- Two-handed sword
  - Damage 1d10
- Dagger
  - Damage 1d4

Spells:
Elanna has no magical spells.

Abilities:
Elanna has three daggers. She may fight with one of them, or throw up to two per round. She cannot throw her daggers if she is in close combat.

Equipment:
Torch
Potion of Healing: This is a small bottle of liquid that, if drunk, heals 2d4+2 hit points of damage (or 1d4+1 points if half is drunk). It will not raise the drinker's hit points above their original level. The potion smells of peppermint.

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Dungeons&Dragons

Character Sheet

Name: **Niles** Player: _____
Class: Rogue Race: Halfling
Level: 2

Ability Scores

Strength	11
Dexterity	18
Constitution	13
Intelligence	12
Wisdom	10
Charisma	12

Armor: Leather armor
Armor Class: 6
Move: 6
Hit Points: 7
Wounds: _____
Gold: _____
XP: 1250 Next Level: 2500

Weapons:
Short Sword
Damage 1d6
Dagger
Damage 1d4

Spells:
Niles has no magical spells.

Abilities:
Niles has two daggers. He may fight with one of them, or throw up to two per round. He cannot throw his daggers if he is in close combat.

If Niles attacks a humanoid creature from behind, he hits more easily and doubles his damage roll.

Equipment:
Lantern
Thieves' tools: Niles may open a locked door using his tools, and will succeed on a roll of 4 or less on 1d10.

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Dungeons&Dragons

Character Sheet

Name: **Thaddeus** Player: _____
Class: Wizard Race: Human
Level: 2

Ability Scores

Strength	9
Dexterity	12
Constitution	15
Intelligence	18
Wisdom	16
Charisma	13

Armor: None (robes)
Armor Class: 10
Move: 12
Hit Points: 6
Wounds: _____
Gold: _____
XP: 2500 Next Level: 5000

Weapons:
Quarterstaff
Damage 1d6
Dagger
Damage 1d4

Spells:
Thaddeus may cast each of these spells once per day:

Magic missile: This spell automatically hits a creature and inflicts 1d4 +1 points of damage.

Sleep: This spell causes living things to fall into an enchanted sleep. Sleeping creatures are helpless, but can be awakened normally.

Equipment:
Lantern
Magical Scroll: Thaddeus has a scroll with a *knock* spell on it. When he reads the scroll aloud, the spell causes a stuck or locked door to automatically open.

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The Dungeon Master's Section

This part of the booklet is for the DM, and contains information that the DM should know, but the players should not (like what monsters are lurking behind which doors). If you just want to be a DM, keep on reading. Otherwise, pass these rules back to your DM.

What the DM Does

The Dungeon Master is part director, part storyteller, part central processing unit for the game. The DM is responsible for telling the players what their characters see, telling them what the results of their characters' actions are, and keeping the game moving. The DM runs all the characters and monsters that are not controlled by the players. (That's not as hard as it might seem, because only a few of these characters and monsters are active in the story at any single time.)

This part of the D&D Fast-Play Game is an introduction to being a DM. We walk through a very simple "dungeon" adventure, which you can run for your friends. We cover the basics of combat and movement. There are a lot of numbers and tables in the AD&D game, but we've simplified everything for the adventure you're about to run–we did the calculations so you don't have to.

How do you tell who wins? Well, a roleplaying game is different from a lot of other games because there is no clear "winner." Instead, the characters all grow and improve together, and the players enjoy seeing their characters succeed in one adventure after another. The DM gets his reward by helping that growth, challenging the players as everyone gets together to tell a group story. If you and the players have fun with the game, you're all winners.

What to Tell the Players

Some sections of the text of the adventure are inside boxes. These sections are usually supposed to be read aloud to the players, and are preceded by some line like "If the characters do such-and-such, read the following aloud." This is information that you, the DM, are giving the players–what their characters see and hear.

In addition, the players will have additional questions about what their characters see and experience. You might say, "You see a door," and the players will respond, "What does the door look like?" You check the text of the adventure to see if there's anything special about the door. If there is, you say something like "It's a large oak doors with iron bands." If there isn't, you make something up. This is what the DM is allowed to do. The players won't know if it was in the text or not (well, if you don't get carried away, that is). The DM is in charge of filling in the blanks. We can't cover everything that might happen in the text of the adventure (though we're shooting for the major ones), so the DM is encouraged to provide his own input into the game.

The DM plays the roles of particular characters from time to time. In this adventure there's an old man, the Patriarch, who sends the player characters off to the Ruined Tower, and a monstrous ghoul that shows up later. At times like this, you are asked to act "in character," as if you were the Patriarch or the ghoul. When you're "in character," you might not know certain facts. (For instance, the Patriarch doesn't know what's inside the Ruined Tower, although you, the DM, do.) Playing the parts of these characters is your chance to do a little roleplaying of your own.

Time and Combat

Time in the game is broken down into rounds—like the rounds of a boxing match, only a lot shorter. In a single round, your character can generally do one particular thing: pull a sword from a scabbard, move around a bit, take a swing at a monster, open a door, and so forth. During most of the adventure you don't have to keep close track of time. But there are certain situations, like combat, when time becomes important.

When the characters are fighting monsters, you need to know what everybody is doing at any certain time. Here's how you keep things straight:

- Decide what the monsters you control are going to do: Who are they attacking? How are they attacking? Are they running away?
- Ask each player what his or her character is doing. Usually allow a character to do only one thing at a time. (Some characters can do some things more than once a round–shoot arrows and throw daggers, for example.)
- After all the players have said what their characters are doing, let them execute their actions. (In this adventure, the players always get to try to hit their opponents first.)
- Then execute your monsters' actions.

That's about it. The rest of what you need to know to run the adventure is in the adventure itself. Go for it.

Getting Started

Let's say you're going to be the DM for this evening. It's always a good idea to read through the adventure before you run it, just so you know what's coming. You bring to the table this adventure, either some 6-sided dice or a set of the funky dice (if you have some), some scratch paper, pencils, and some graph paper (if you want–it's not a necessity). If you can, photocopy the character sheets so the players can use them without writing on the originals. It should take about an hour to play this adventure, more if you take your time, less if you speed right along.

You should have between one and four players for this adventure, three or four being the ideal. If you have only one player, let him run two characters–the monsters in this adventure aren't too tough, but they could be too much for just one character to handle. It's good if the players have a chance to read pages 2–4 of this booklet ahead of time, but that's not a necessity. You can fill them in on things as they go along. It will just be easier for them if they already have a handle on the basics.

Once you get settled, here is what you, the DM, say:

> What we're going to do here is tell a story, a story that you're going to help create. Each of you has a character: a fighter, a wizard, or a rogue. The story takes place in a world filled with monsters, treasure, and adventure.
>
> I'm going to be the Dungeon Master, or DM. I'll describe what your characters see, and you're going to tell me what your characters do in response. Do well, and your characters will be rewarded with treasure and increased power. Look at your character sheets and we can run down what the various numbers and items mean.

Give the players a chance to review their character sheets and ask any questions. You should know most of the answers about what the numbers mean from reading the first section of these rules. Ask each of the players to introduce their characters to the rest of the group.

For example:

"I've got Niles, a halfling rogue," says one.

"I'm running Darkblade, and he's a fighter, and he's got a bow," says another.

"I'm playing Elanna. She's real strong and has a sword that does lots of damage," says a third.

This would be a good time to explain about the funky dice to the players if they don't already know. Don't worry about when you need to roll them–we'll tell you as the adventure progresses.

Beginning the Adventure

Once the players are comfortable with their characters, read the following aloud.

> All of you are natives of the Vale, a small farming community made up of a number of small towns scattered along a broad, wooded valley. The Patriarch is the spiritual leader of the Vale, and he has asked you to come to his shrine when the noon bell sounds.
>
> The noon bell is just striking as a servant ushers you into the Patriarch's study. The old gray-bearded man is bent with age and wisdom. He motions for you to have a seat.

Now you, the DM, are going to speak in the role of the Patriarch. You can give him an "old man" voice if you want, or just talk normally. There's a little bit of acting involved here, but you don't have to do anything you feel uncomfortable with.

> "I am pleased to see that you have come," says the Patriarch. "The Vale has need for your talents, and your bravery.
>
> "A week ago, some hunters found the ruins of an old tower in the forest. They did not like the looks of it, and quickly moved elsewhere. Now there are stories that something nasty has been raiding farms, and it might come from that tower. I'd like you and your friends to go to the tower and investigate it. Would you agree to do this for the good of the Vale?"

Now comes the players' chance to respond to the old man's question. They may have other questions about the tower and the raids on the nearby farms. Here's what you can tell them (and you can use the "old man" voice to do it, to show that this is the Patriarch speaking, and not the DM).

- No one knew about the tower before. Some hunters found it while chasing a wounded deer. However, long ago there was a powerful magician who lived in this valley. It might have been one of his towers, or his home.
- No one has seen what is raiding the farms. Several sheep have been carried off, and pens have been broken down. This always happens at night. No farmers have been attacked, but they are worried about their flocks.
- Any treasure they find, in the form of money or magical items, may be kept by the player characters. All the Patriarch asks is that any books or written material be turned over to him so he can learn more about the history of the Vale.

- He tells the characters that the location of the ruined tower is off the beaten track, but easily found. (No map is provided for the Vale in this adventure, so this map is an imaginary one. It you want to have a map of the Vale to show the players, take a moment to sketch one out.) If no one brings it up, merely say, "The Patriarch unfolds a map and shows you the location of the tower. There should be no problem reaching it."
- The Patriarch does not have any guards or assistants to spare for the expedition. If he did, he would have sent them instead of the adventurers.

The Ruined Tower

Once the players get everything squared away with the Patriarch, the group of heroes (known as "the adventuring party" or simply "the party") heads out toward the ruined tower with orders to investigate it and report back. Read the following to the players:

> The trail to the ruined tower passes through the rolling farmland of the Vale and into the forest. The trees and undergrowth quickly grow dense, and you hear the sounds of small creatures moving through the underbrush. The thick shade of the forest cuts off a lot of the sunlight, and you move through a twilight-colored world of shadows.
>
> Suddenly you come upon a small glade in the heart of the forest. A squat stone tower has been built into the side of the hill at the far side of the glade. The tower has been shattered, and all that remains is a ragged stump of fitted stone. Large blocks of granite litter the clearing, and some of these are covered with thick moss.

The tower is shown on the map on page 10. Use the information from this text and the map to describe the area. Don't show the map to the players–that would tell them too much about what they are going to discover later in the adventure.

Ask each player what his or her character is doing. Most likely their responses will be along the lines of "I am looking at the tower."

The tower is a wreck—it looks like it has been blasted by a bolt of lightning. Originally it might have been 40 feet tall, but now it is a blasted stump that does not extend more than 10 feet high. The tower wall nearest the characters is no more than a low wall a foot high, and can be easily stepped over.

When the first member of the party enters the area of the tower itself, read the following to that player. The other players can listen in.

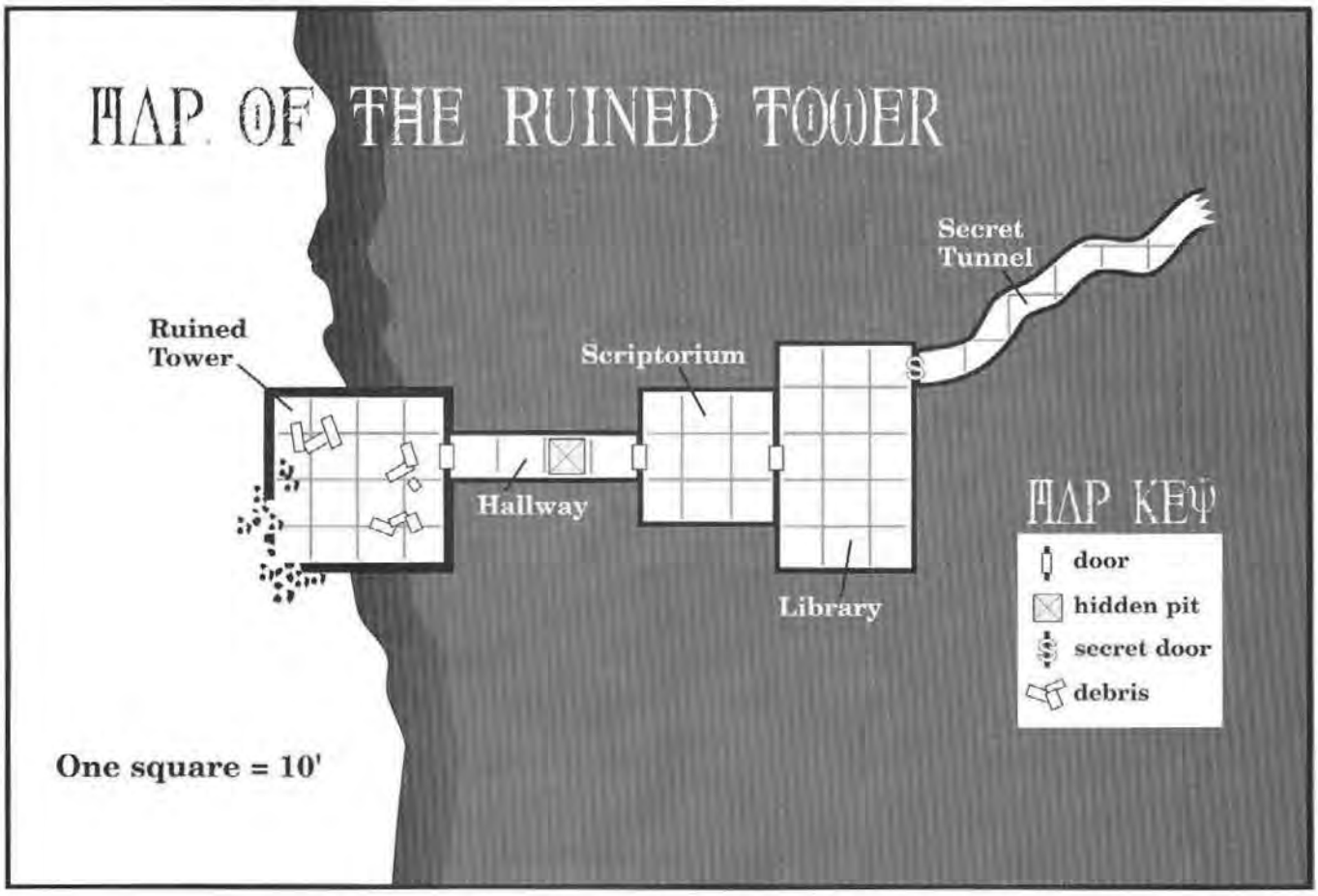
> You step over the wall and see that the inside of the tower is filled with rubble and debris. Dead leaves, shattered stones, and rotted timbers are scattered around the floor. You see, partly buried by fallen timbers, a door on the far wall, leading back under the hillside.
>
> As you notice this, you also see a pile of leaves rustle slightly to your left. A large rat pokes its head out from beneath the debris. It hisses a warning at you, showing long, razor-sharp teeth. It lunges forward, and behind it, three more leap from their hiding places.

There are four giant rats among the debris within the tower, and they are defending their territory. The rats are grayish-brown, about two feet long, and have wicked, sharp teeth and red, feral eyes.

They only attack characters in the tower area, and will not climb over the walls. If there is only one character in the tower area, all three attack him. If there are two characters, two attack each character. If there are three characters in the tower area, two attack the first character who entered, and one attacks each of the others. If there are four characters in the area, then one rat attacks each of them.

Each of the players needs to roll a particular number or higher on 1d20 to successfully attack a giant rat:

- Darkblade needs an 11 or higher to hit. If he hits with his sword, he does 1d8 damage, and then adds 1 point. If he uses his bow, he can attack twice in a single round, even against different rats, and do 1d8 damage on each hit, but he cannot use his bow against rats that are attacking him.
- Elanna needs a 12 or higher to hit. If she uses her two-handed sword, she rolls 1d10 to determine how much damage she does. If she uses her dagger, she rolls 1d4 to determine damage. She can throw her daggers at rats that are not attacking her directly.
- Niles needs a 13 or higher to hit. He causes 1d6 damage if he uses his short sword, and 1d4 if using his dagger. He causes 1d4 damage if he throws a dagger, but can only throw daggers at rats that are not attacking him.
- Thaddeus needs a 13 or higher to hit. He causes 1d6 damage with his quarterstaff. Thaddeus's specialty is not combat, but magic spells. If he casts his *magic missile* spell, he does 1d4+1 points of damage to a rat of his choice (no attack roll needed). If he casts his *sleep* spell, all the rats immediately fall into an enchanted slumber and are easily defeated.



Each rat starts with 3 hit points. If a character inflicts 3 or more points of damage, the rat is defeated. If a rat takes less than 3 points of damage, note on a piece of scratch paper how much damage the rat took. Subtract that number from 3, and what remains is how many hit points the rat now has.

Any rats not defeated get their chance to attack back. For each rat, you roll 1d20 to try to hit a certain character. The rats are all equally vicious, but they need different numbers to hit the characters because the characters are wearing different types of armor and have different Dexterity scores.

- To hit Darkblade, the rats need a 16 or higher.
- To hit Elanna, the rats need a 17 or higher.
- To hit Niles, the rats need a 13 or higher.
- To hit Thaddeus, the rats need a 10 or higher.

Needless to say, it's better if Thaddeus stays away from the rats.

A rat attacks a chosen character until that character leaves the area of the tower or is reduced to 0 hit points; then the rat chooses a new target from the remaining characters. If all the characters are reduced to 0 hit points, or if they leave the tower area, the rats burrow under the debris and flee.

It's likely that the characters will kill the rats with minimum damage to themselves. Any damage that was taken by the characters remains until the characters go back to the town or someone uses Elanna's potion of healing to restore lost hit points.

Defeating the rats gains experience points (XP) for the characters. The rats are worth 15 XP each, so four of them are worth 60 points. That means if a single character stayed in the tower area and killed all the rats, he gets all 60 points. If two characters killed two rats apiece, each character gets 30 XP. If three characters took part in the combat, each one gets 20 XP, and if all four characters helped, each one gets 15 XP. Have the players mark the XP earned on their character sheets. Each sheet tells how many experience points that character needs to advance to the next level. (Obviously, no one will get there very fast just by defeating rats.)

There is no treasure among the debris, but if the players want their characters to look, let them do so. When they decide to move on, they should want to investigate the door partly hidden by the fallen timbers, which can be easily moved aside.

The door is a heavy oak door, with a lock that's rusted out and useless. However, the door is swollen in its frame and badly weathered, and the characters will have to use brute strength to open

it. Let the players choose which character will open the door (it makes sense to give this job to the character with the highest Strength score), and have that player roll 1d20 to determine if he succeeds. In this case, a low result is better than a high result, which means:

- Darkblade needs a 10 or less to open the door.
- Elanna needs an 8 or less to open the door.
- Niles needs a 6 or less to open the door.
- Thaddeus needs a 5 or less to open the door.

Any character can try to open the door as many times as he or she wants. There is no penalty for failing–it just takes a while longer to get the door open. Also, Thaddeus may use the *knock* spell on his scroll to open the door. The door opens immediately if he does this, but as Thaddeus reads the spell, the words on the scroll fade from the paper and the spell cannot be cast again. (Make sure the player who's running Thaddeus understands this before the scroll is used.)

When the characters open the door, go to the next section.

The Corridor and the Pit

To start this section of the adventure, read the following paragraph to the players:

> You force the door open, and a puff of damp, musty air billows out of the doorway. The dust settles, and you are looking down a long corridor leading back into the hillside. The walls and floor are made of finished stone, and are stained from water damage. The ceiling is supported by heavy oak beams. The corridor disappears into darkness about 20 feet away.

Now would be a good time for the party members to think about lighting their torches or lanterns. It only takes one torch or lantern to throw enough light to see by—but note that anyone who is carrying a lit torch or lantern has to use one hand to do so, so weapons like bows or the two-handed sword cannot be used. A lantern can be set down easily if someone suddenly needs to use both hands, but a torch goes out if it's laid on the floor. If the party heads down the corridor in darkness, tell the players that it's getting harder and harder to see . . .

This is part of roleplaying. You and the players consider the imaginary world as if it were a real one, so little things like what you're carrying in your hands or who's opening the door are sometimes important. Don't get bogged down in the details, but just keep an eye on what is going on and where.

When at least one character lights a torch or lantern, add the following information:

> You see that a 10-foot-wide corridor continues into the hillside. The walls and floor have been heavily damaged by water, and the flagstones of the floor are pitched up in places from uneven settling. About 40 feet away, you see a door. There seems to be something written on the door, but you're too far away to make out what it says. What are you going to do?

Ask the players in what order their characters are moving down the corridor. (There's enough room in a 10-foot-wide area for two characters to walk or run side by side. This makes it easy for them to fight without bashing on each other.) One way to arrange the group is to put the well-armored, strong types in front to protect the guys with the lower hit points in the back. If the characters are afraid of being hit from behind, they may put a fighter in the front and one in the back.

The corridor is treacherous and uneven, and has been damaged by water seeping through the ancient walls. About 20 feet from the door, the ground is so badly eroded that any pressure on the floor will cause the floor to collapse. On your

A Map for the Players

The players may choose to start making their own map of the dungeon at some point. A map is often helpful because it's a reminder of how rooms fit together, where things are located, and where the exits are in case of emergency. (Remember, the players don't get to see the map we've provided for you.) If the players bring up the idea of making their own map, and you want to let them give it a try, here's how to do it.

Give them a piece of regular graph paper (four squares to the inch will do nicely), and have each square represent 10 feet. You then describe the room or area based on the text and the map we've provided. For example, there are different ways to describe a corridor, such as:

"The corridor runs ahead of you 40 feet and ends in a door. The corridor is 10 feet wide."

"The corridor runs east 40 feet to a door on the far end. You are at the west end of the corridor."

Or, if you want to be sure the players understand where they are, you can simply make a sketch on the graph paper and let them look at it. As their characters move into a different area, add another piece of information to their map, according to what the characters would see, so that step by step it starts to resemble the map you're using.

map, that place is marked by the big symbol for a pit. (This is one reason you don't show the players the DM's map—you want this place to be a secret until the characters get there.)

If the characters merrily march down the corridor, heading for the door, the characters in front fall into the pit that suddenly appears before them as the floor disintegrates. Read the following aloud if this happens:

> You walk down the corridor. About halfway down, the ground suddenly shifts beneath your feet and falls away, revealing a black chasm beneath you. The stones you're standing on slip into the blackness, and you follow.

The pit is 10 feet deep and filled at the bottom with water and soft earth. Each character that falls into the pit takes 1d4 points of damage. They also get muddy from the experience. The edges of the pit are rough and sloped, so it is relatively easy to climb out.

If the characters are a bit more cautious (and if the players listened to you when you told them about all the water damage in the hallway) and indicate that they are checking out the corridor as they move into the hillside, read the following:

> You move cautiously down the hallway, making sure you have a firm footing on the uneven flagstones. One of the stones beneath your feet shifts as you touch it, and you pull back quickly. With a deep rumble, a large hole opens directly before you. Another step, and you would have fallen into a large, muddy pit.

If the characters were cautious, give each of them 10 XP. (As the DM, you're allowed to reward players for smart thinking.)

The pit is a ragged hole in the floor, and once it has opened it will remain there permanently. There is enough of a ledge around it that the characters can get past it easily.

Note that this is a natural pit caused by erosion. Some evil creatures put pits in their lairs just to catch those foolish enough to trespass, and sometimes those pits are filled with sharp spikes or poisonous snakes. (Just thought you'd want to know.)

When the characters reach the door at the other end of the corridor, they see it is badly rotted, and its hinges and latch are extremely rusted. There are words carved on the door, almost invisible because of the damage. The sign reads:

SCRIPTORIUM
DO NOT DISTURB

A scriptorium is a place where scrolls and books are copied, usually by scribes or monks. (You can tell the players that–it's something that their characters would likely know.)

The door is almost completely rotted out, and will disintegrate at the first touch. Go to the next section.

The Scriptorium

When any character first touches the door (tries the knob, leans against it, knocks on it, whatever), read the following aloud:

> The rotted door falls apart at the first touch. The wood cascades into a pile of splinters, and the hinges and knob clatter to the floor.
>
> On the other side of the doorway is a large, square room, about 30 feet on a side. There is another door directly opposite yours at the far side of the room. The floor in here is more level and dry than the corridor was.
>
> The room holds six copy desks and stools. Four of the desks are occupied by what look like robed monks, their bodies hunched over.
>
> One of the monks looks up at you, his hood falling back as he does so. He has no skin or flesh, only a skull with small flickers of red flame burning in the pits of his eye sockets. He raises a bony hand and points at you.
>
> As if by silent signal, the other three monks get off their stools. Their robes fly open, revealing that they are nothing more than animated skeletons. They all carry rusted, triangular daggers. They move toward you.

There are four skeletons, though only two may attack a particular target. If the characters stand their ground in the doorway, then only the front rank may be attacked. The characters get to make their attacks first, then the skeletons.

Because the skeletons are magically animated bones, they are less affected by weapons that cut. Swords, arrows, and daggers cause less damage when used against a skeleton.

- Darkblade needs an 11 or higher to hit. If he hits with his sword, he does 1d8 damage, then adds 1 point for his high strength. Find the total damage he causes, then divide by 2, rounding up ($2^1/_2$ becomes 3). If he uses his bow, he can attack twice, even against different skeletons, and do 1d8 damage. Again, divide the damage by 2 after it is rolled. Once the skeletons get close enough to attack, the bow is useless.
- Elanna needs a 12 or higher to hit. If she uses the two-handed sword, she rolls 1d10 to determine how much damage she does. If she uses her

dagger, she rolls 1d4 to determine damage. Again, divide the result by 2.

• Niles needs a 13 or higher to hit. He will cause 1d6 damage if he uses his short sword, and 1d4 if using his dagger. Divide the result by 2 to determine how much damage Niles does to the skeleton he attacks.

• Thaddeus needs a 13 or higher to hit. He causes 1d6 damage with the quarterstaff—and this result is *not* divided by 2. The quarterstaff is a blunt weapon, not a cutting weapon, so it does full damage to the skeletons. If Thaddeus casts his *magic missile* spell, he does 1d4+1 points of damage to the skeleton of his choice (no attack roll is needed). If the player running Thaddeus wants to cast his *sleep* spell, you should mention that the spell would have no effect because the skeletons are not alive and the magic of the *sleep* spell only works against living creatures.

The remaining skeletons get their chance to attack back after the characters get their chance to hit. For each skeleton, roll 1d20:

• To hit Darkblade, a skeleton needs a 15 or higher.

• To hit Elanna, a skeleton needs a 16 or higher.

• To hit Niles, a skeleton needs a 12 or higher.

• To hit Thaddeus, a skeleton needs a 9 or higher.

A skeleton causes 1d6 damage when it successfully hits a character. The skeletons have 5 hit points each.

The skeletons fight until either they are defeated or the characters are. If the characters flee the room back the way they came, the skeletons will chase them. The skeletons can't catch the human characters, but they are faster than the halfling and will overtake Niles before he escapes the underground area. (The other characters should want to turn around and come back to help if that happens. One way or another, they're going to have to deal with these skeletons.)

Skeletons are worth 65 XP each, so four of them are worth 260 XP total. Just as you did with the rats, divide up the experience points between all the characters who took part in the combat.

When the skeletons are defeated, the players may have their characters search the room. They find nothing in the desks–the scrolls the skeletons appeared to be working on are nothing more than tattered scraps. The triangular daggers the skeletons carried are of an archaic design, and, though stained with rust, are still useful. The Patriarch gives the characters 5 gold pieces per dagger if they bring them back (20 gold pieces total if they part with all of them).

When the characters get around to checking the door out of the room, read the players the following text:

> The door at the far side of the room is made of heavy wood and bound with bands of iron. A large plate of metal is mounted to the door, and that plate is inscribed with a symbol of a bull's head. The door has been locked and secured from the other side.

This door is not just stuck, like the one at the start of the adventure–it has been locked by the inhabitants of the room beyond. The characters may think of a number of ways to try opening the door.

• **Force it open:** They can try to force the door open with brute strength, but it is tougher than they are. It will not open, even if two or more characters try to force it open at the same time.

• **Hack it down:** The characters can try to hack the lock and hinges off the door. Up to two characters can hack at the door, the door is hit automatically (it can't get out of the way), and takes 20 points of damage before it springs open. The downside of hacking at the door is that it warns the inhabitants of the library (the room behind the door) immediately, and they can prepare. (See the next page for more information on this.)

• **Pick the lock:** Rogues are very good at opening locks, and if Niles is present, you can tell the players this. The player running Niles needs to roll a 4 or less on 1d10 in order to pick the lock. Niles can try three times to open this door. If he succeeds on one of those tries, he unlocks it without notifying the beings on the other side. If Niles fails to pick the lock after three tries, the lock is too tough for him to open by using his tools. The characters will have to try something else.

• **Cast the *knock* spell:** Thaddeus has a scroll with a magical spell on it. If he casts the *knock* spell, the lock clicks open immediately (and the spell disappears from the scroll).

The Library

As soon as the characters have managed to open the door, read the following to the players:

> On the other side of the door is a large, well-furnished room. The walls are lined with shelves that are filled with large, water-stained books. The floor is littered with bones.
>
> Directly before you are three zombies, unliving humans with their flesh dried and pulled tight over their bones. Their bodies are missing chunks of flesh. It looks as if something has taken bites out of their arms, legs, and torsos. They have blank, mindless expressions on their faces.
>
> Behind these three monsters is another

creature that resembles a human, but this one is more savage-looking. Its skin is the purple color of a bruise, its eyes glow with a yellowish light, its hair is mangy and patchy, and its teeth are inhumanly sharp. It is a ghoul, an undead creature of deadly power. The touch of its taloned hands can paralyze a living creature.

The ghoul points at you and hisses, "Kill them! Kill the living intruders!" At his command the zombies shuffle toward you.

The ghoul in the library is the one responsible for the missing livestock on the nearby farms, and the bones scattered around the room are from the goats and lambs that it has stolen. The zombies are in its service, and it uses them as bodyguards.

The ghoul does not want to fight, but instead tries to flee with its treasure. How successful the ghoul is in getting away depends on how much warning he had before the characters entered the room. (If they tried to force the door or hack it down, the ghoul is alerted to their presence.)

Here's what the ghoul would prefer to do. As soon as it realizes that it's about to be visited by the characters, it goes to a shelf along the east wall and grabs a small chest that contains its "treasure." That takes one round. Then it goes to the northwest corner, where there is a secret door covered by a bookcase. That takes another round. It takes two more rounds to shove aside the bookcase and open the door. After the ghoul passes through the secret door into a tunnel that leads to the surface, the monster is gone, leaving the zombies to fight the characters.

Summarizing, here are the ghoul's actions, round by round:

1 – is made aware of the heroes outside.
2 – goes and gets the small chest from the shelf.
3 – goes to secret door.
4 – shoves aside the bookcase.
5 – opens the secret door.
6 (or later) – escapes through the tunnel.

This "schedule" means that if the characters take too long bashing in the door, the ghoul is well on its way to escaping. On the other hand, if the characters pick the lock or use the *knock* spell, they can catch the ghoul flatfooted. Where the ghoul is in the room depends on when the characters enter. If they take a long time to get into the room, they find the secret door open and the ghoul standing in front of it. The ghoul tells the zombies to kill them, and dashes into the tunnel in the next round.

The ghoul tries to escape, letting its zombies handle the adventurers, unless the characters manage to cause damage to it. If it is damaged (by a hit from a weapon or by the *magic missile* spell), the ghoul gets mad and attacks the party along with the zombies.

The players need to roll different numbers on 1d20 for their characters to hit the zombies or the ghoul. The ghoul's a little tougher than the zombies are.

- Darkblade needs a 10 or higher to hit the zombies, and a 12 or higher to hit the ghoul. If he hits with his sword, he does 1d8 damage, and adds 1 point for his high strength. If he uses his bow, he can attack twice in one round, even against different targets, and do 1d8 damage, but cannot use it in direct combat.
- Elanna needs a 11 or higher to hit the zombies, and a 13 or higher to hit the ghoul. If she uses the two-handed sword, she rolls 1d10 to determine how much damage she does. If she uses her dagger, she rolls 1d4 to determine damage.
- Niles needs a 12 or higher to hit the zombies and a 14 or higher to hit the ghoul. He causes 1d6 damage if he uses his short sword, and 1d4 if using his dagger. As a rogue, Niles gets a special benefit for attacking from behind. If he manages to sneak up behind a zombie, he needs only an 8 or higher to hit, and if he gets behind the ghoul, he needs a 10 or higher. In addition, he does *double* damage—multiply the result of his damage roll by 2.
- Thaddeus needs a 12 or higher to hit the zombies and a 14 or higher to hit the ghoul. He causes 1d6 damage with the quarterstaff. If he casts his *magic missile* spell, he does 1d4+1 points of damage to the zombie of his choice or to the ghoul (no attack roll is needed) If he wants to casts his *sleep* spell, tell the player running Thaddeus that there would be no effect—the zombies and ghoul are not living things, and aren't affected by the magic.

The zombies have 9 hit points each, and cause 1d8 damage when they hit.

- To hit Darkblade, a zombie needs a 15 or higher on 1d20.
- To hit Elanna, a zombie needs a 16 or higher.
- To hit Niles, a zombie needs a 12 or higher.
- To hit Thaddeus, a zombie needs a 9 or higher.

The ghoul has 14 hit points and, unlike the zombies, can make multiple attacks against the same target. The ghoul tries to hurt the character that wounded it, but if it has to fight its way through others it will do so. It can attack with both of its claws, each causing 1d3 points of damage (roll 1d6 and divide the result by two), and its bite, which causes 1d6 points of damage. However, if it is carrying its chest of treasure in one hand, it can only make one claw attack. If the ghoul loses the chest or puts it down, it can use both of its claws.

- To hit Darkblade, the ghoul needs a 15 or higher on 1d20.
- To hit Elanna, the ghoul needs a 16 or higher.
- To hit Niles, the ghoul needs a 12 or higher.
- To hit Thaddeus, the ghoul needs a 9 or higher.

The ghoul also has a special ability. Each time it claws or bites an opponent, it has a chance of paralyzing that individual. A paralyzed character can't fight, move, or talk, and is an easy target for the zombies to hit. This paralysis lasts for 1d6+2 rounds. A character can avoid the effects of this paralysis if the player makes a successful die roll using 1d20. This roll is called a *saving throw.* As with combat, each character has his or her own number to avoid the effect of the ghoul's special ability:

- Darkblade, Elanna, and Thaddeus all need a 14 or higher to avoid being paralyzed.
- Niles needs a 13 or higher to avoid being paralyzed.

If a character makes his saving throw, then the ghoul's touch has no effect. A new saving throw must be rolled every time a character is clawed or bitten by the ghoul—avoiding the paralysis once is no guarantee that it won't happen next time.

The characters can choose to let the ghoul escape, but they won't get any experience points for defeating it, and they won't get its treasure. Defeating the ghoul is worth 175 XP, which means 44 XP for four characters, 58 XP for three, 88 for two, and the full 175 XP for a single character.

The zombies are worth 65 XP each, so three of them are worth 195 experience points total. That breaks down to 49 points per character for four characters, 65 points for three characters, 98 XP for two characters, and 195 for a single character.

The room contains no monetary treasure, but the books are valuable beyond belief to the Patriarch. If the characters bring them back to the Patriarch (or simply bring news back to the Patriarch of the library's existence), he gives each of them 400 gold pieces.

The chest that the ghoul was guarding contains its personal treasure of gems and magical items. The chest is locked. Niles has a 4 in 10 chance of opening the lock (roll of 4 or less on 1d10), or the *knock* spell can be used, or the lock can be bashed in (one hit from a sword or dagger will do it). Within the box are the following items:

- 12 black pearls.
- A scroll.
- A bottle similar in shape and size to Elanna's potion of healing. If a character pulls the cork, he or she discovers that the liquid inside smells like peppermint.
- A dagger with symbols carved along the blade in an unknown language.
- A sack made of blue cloth.

The characters may play around with the items, seeking to figure out what they are, or they can take them back to the Patriarch. The items are explained in the "Wrapping Things Up" section.

If the characters caught the ghoul by surprise and defeated it before it reached the secret door, they might not find the door (unless someone thinks to move the bookshelf aside). If they find the secret door, it leads into a narrow, dark tunnel that burrows for about 50 feet and finally surfaces on the far side of the hill from the tower. This tunnel is how the ghoul made its entry to and from his lair. Otherwise the characters can get out of the ruined tower by backtracking, and then return to the Patriarch with their information.

The Ghoul Might Fight!

The way we've set up this adventure, getting away is more important to the ghoul than seeing that the characters are defeated—but you, as the DM, can have the ghoul act any way you want. With some lucky dice rolls for the ghoul and some unlucky ones for the characters, the ghoul might be able to paralyze and defeat all the characters if it decides to stay around and fight. This might be a cruel thing to do to the characters (and their players), but it would be a good way to show the players how dangerous a monster like the ghoul can be. (And you can always back up and start the adventure over, or just replay the scene in the library, if you want to give the characters another chance.)

Wrapping Things Up

If the characters are defeated in the dungeon beneath the ruined tower, read the following:

> Alas! For all your bravery, you've failed to discover and defeat the secret of the ruined tower. The Patriarch waits a few days, then sadly shakes his head and offers a prayer for you. Then he calls together another band of adventurers, and warns them that those who have previously sought out the secrets have not returned.

If you want to, you can try the adventure again, either from the very beginning, or with whatever changes occurred because of the characters' actions. For example, the corridor may already have the pit in the middle of it, and there may be fewer (or more) rats, and a few of the zombies and ghouls look frighteningly familiar . . .

If the characters discover some of the secrets of

the ruined tower, but then turn back before reaching the ghoul's lair, read the following:

> You return to the Patriarch and tell him what you have discovered. The old man is very excited by your news, and believes that there is greater treasure and knowledge beneath the ruined pile of stones. He asks if you will return to finish the job, or if you would prefer that someone else gets the honor of discovering the secret of the ruined tower.

Again, you can run this adventure again, either from the very beginning, or with the changes that have happened because of what the characters did the first time they visited this place.

If the characters found the library (whether or not they defeated the ghoul), read the following:

> The Patriarch is extremely pleased with your discovery of the library beneath the ruined tower! He believes that it may have belonged to an ancient and powerful wizard, whose lair has not yet been discovered and whose treasure still lies out there, waiting for brave adventurers to find it! Congratulations!

If the characters defeated the ghoul, add this:

> The Patriarch is happy that you have defeated the ghoul that was plaguing the local farms and homesteads. With this menace put to rest, he can turn his attention to other matters, such as finding the hidden tomb of the wizard who once ruled the valley.

As stated above, the Patriarch gives each character 400 gold pieces to reward them for their discovery of the library. If they defeated the ghoul, he gives them an additional 100 gold pieces each.

The Patriarch will gladly identify the magical items the characters found:

- The pearls are worth 100 gold pieces each.
- The dagger is made of magically sharpened and reinforced metal. It is a *dagger+1*, which adds 1 point to a character's attack roll and 1 point to any damage the attack causes.
- The scroll contains spells, which a wizard may cast. It has a *knock* spell, a *magic missile* spell, and a *lightning bolt* spell—which shoots a bolt of lightning that causes 6d6 points of damage.
- The liquid in the bottle is a potion of *extra-healing*, which heals 3d8+3 points of damage, or 1d8 if a third of the potion is drunk.
- The bag is bigger on the inside than on the outside. It is a *bag of holding*, and can hold up to 250 pounds of stuff while still being easily lifted.

The players can work out their own ways of dividing up the treasure. The best way to split up the gold and gems is to give every character an equal share. Magical items can be divided up according to usefulness—the wizard should get the scroll, one of the fighters the potion, the other fighter the dagger, and the rogue the bag, for example. Or, the players can roll dice and the high roll gets the first choice.

Each character has a new XP total now—the original number plus any XP earned during the adventure. When a character goes over the "Next Level" number, he or she gains more power, more hit points, and more abilities.

The number of gold pieces a character has is recorded in the "Gold" blank on the character sheet. As the game goes on and characters have more adventures, they can buy things with their gold—better weapons and armor, magical scrolls, and other handy items.

Once the treasure is divvied up and the XP and gold recorded on the sheets, the characters retire to the local inn for a fine meal to celebrate their adventures and brag about their success. The players can bring these characters back to play again, through another adventure, on another day.

Where Do We Go From Here?

Congratulations! You've run your first D&D adventure. If you've had a good time, you might want to know what you can do next.

Other D&D adventures are for sale at your local hobby shop or bookstore. For starters, look for *Wrath of the Minotaur* and *Eye of the Wyvern*.

If you think you've got a handle on playing the D&D game, you might check out *Introduction to* ADVANCED DUNGEONS & DRAGONS. This big box of game materials gives you more of the nitty-gritty of the rules and gets into more detail, while still being easy for a new DM and players to follow.

If you want to leap into the deep end (and admit it, you really want to), you might want to check out the ADVANCED DUNGEONS & DRAGONS® hardback rulebooks, also available at many stores. These books contain all the information you need to start and play an entire series of adventures.

To learn more about the D&D game by visiting the Internet, go to our website at **www.tsr.com** and get a look at everything we've got to offer.

What happens to Darkblade, Elanna, Niles, and Thaddeus? They'll still be around for the next time your players want to run them in another adventure. Or your players may want to create their own characters, have their own adventures, and make their own legends.

Worlds of Adventure are waiting for you.

Encounters in the Fort

1. Towers. Standing atop these 15' tall wooden platforms are 1d3 doppelgangers armed with long bows. These guards monitor the lizard men surrounding the fort.

Inside each tower are three dozen arrows in a rotted wooden chest.

2. Parapets. These walkways run along the inside of the entire wall. The outer wall comes to a height of four feet above the catwalks. Each wall is patrolled by at least one doppleganger armed with a long bow.

3. Barracks. These simple rooms house from 2–3 soldiers. Each room contains a single bed with a moth-eaten mattress; other occupants sleep on the floor.

The centre room on the east side has a wooden box hidden under a pile of blankets on the floor. The box is full of dried and shrivelled human ears. The owner, Orax, is a sadistic doppleganger who collects mementos from his victims. The dopplegangers do not like strangers nosing around in their quarters, so the PCs must be discreet if they want to search the rooms, especially the ones facing the outer wall.

4. Mess Hall. The south part of this room is filled with old benches and tables set with heavily rusted tin plates and spoons. The northern half is a crude kitchen with a great stone fireplace and a chaotic pile of clay pots.

5. Dry Stores. Fortunately for the company, this room was crammed full of supplies when they first discovered the fort. There are still boxes of nails, hammers, saws, axes, coils of rope, and kegs of tar (hard as a rock). Also heaped here are sacks of flour and dried rice, boxes of salt, and other miscellaneous dry goods.

6. Stables. This area was used as sleeping quarters when space was short. It is now unused and has been set aside for the party. The floor is covered with a generous layer of dry straw.

7. Officers' Quarters. These rooms are larger (though little better) than the soldiers' barracks. Each has a single wooden bed on the verge of collapse, a wooden table (no chair), and a decrepit chest of drawers. The northwestern room (area **7A**) is Mak'kar's and contains pile of rumpled clothes shoved under the bed, and two simple golden rings (100 gp each) on the table. Boz lives in the southwestern room (area **7B**), and has a secret stash of gems (250 gp, 200 gp, 50 gp, 3 × 10 gp) in a small cloth bag stuffed into a gap between the floor and the wall behind the dresser. The northeastern room (area **7C**) is shared by Cayla and Ryll, and it contains personal effects but nothing of value. Dunn's room (area **7D**) lies to the southeast. Under his bed is the painted shield of a lizard man patrol leader—part of Dunn's disguise when he and several others infiltrated the lizard man village.

8. War Room. Stairs lead up to this room which is dominated by an immense wooden table covered with papers. One of the legs is missing, so the table is supported by a barrel. Of the dozen chairs in the room, only two are unbroken. They and five wooden crates provide seating around the table.

Here is where Mak'kar and his officers plan their defenses, discuss the best use of their dwindling supplies, and plot their escape. Despite the dire circumstances, Mak'kar has insisted on proper decorum and organization. During the day, Mak'kar and his lieutenants spend most of their time here. They do not take kindly to interruptions and demand that intruders leave immediately.

9. Cold Stores. This building is padlocked shut, and Mak'kar carries the only key. The lock can be picked with normal chances for success. If any of the company is asked why the building is locked, they simply say it contains food supplies. (Mak'kar claims he must ration the remaining foodstuffs and does not fully trust his soldiers with the inventory.)

Inside the room is a nearly empty bag of preserved meat, a half full cask

It Never Crossed My Mind

Mak'kar's dopplegangers expect the PCs to be suspicious. However, they might be alarmed to learn, for example, that the party has found the lizard man eggs (area **9**) or the imprisoned tanar'ri (area **22**). How they react to the party depends on what the PCs know and how much they let slip.

If the PCs make a concerted effort to conceal their thoughts, the DM should ask that each PC make an Intelligence check each hour. Psionicist PCs receive a +2 bonus to the roll.

Each time a character fails his or her Intelligence check, there is a 1-in-6 chance that a doppleganger picks up some incriminating thought and reports it to Mak'kar. (If several PCs fail their Intelligence checks, roll 1d6 for each failed check.) Any roll of 1 indicates that a doppleganger has successfully detected an incriminating thought and immediately reports it to Mak'kar. The dopplegangers' reactions depend on what they know:

❖ If the PCs met with the lizard men and talked to Ssij, the dopplegangers are *cautious*. Within an hour, Mak'kar orders the company to monitor the PCs discreetly. From this point on, PCs find it difficult to move about unnoticed. No matter where they go, one of the company always seems to have a reason to be nearby, watching them.

❖ If the PCs suspect Mak'kar's company of being dopplegangers, the creatures are *distrustful*. The dopplegangers know that the party is figuring out the truth. Mak'kar's company keeps constant watch on the PCs. Wherever the PCs go, two or three dopplegangers openly stare at them from the walls, yard, or nearby doorways.

❖ If the PCs sneak into area **9** and find the *dimension door* portal, the dopplegangers are *threatening*. Mak'kar's company realizes that the PCs know too much. The PCs are told to remain in the fort and help defend it against the lizard men; those who refuse are confined. Those who attempt to escape or evade confinement are attacked or driven out.

❖ If the PCs found the lizard men's eggs or the tanar'ri trapped in the Mornhaven Towers, Mak'kar's dopplegangers are *hostile*. The company attacks the PCs outright. If the fight turns against them, Mak'kar and his officers flee via the magical portal in area **9**. In this case, refer to "Mak'kar's Last Stand."

of red wine, a dozen wrinkled vegetables, a burlap sack with six onions inside, and six barrels of lamp oil (five are empty and one is a quarter full).

Against the west wall is a small unlocked chest that holds the dopplegangers' treasure. Inside are 270 pp, five identical amethysts worth 200 gp each (or 1,200 gp for the set), and six small white pearls (100 gp each).

At the north end of the room is the well, an 8' hole in the ground with a winch and bucket assembly built into the roof. The water level is 12 feet below ground level.

Immersed in 15 feet of water are 48 ivory-colored spheroids about the size of cantaloupes. These are the lizard men's eggs. They are invisible from above unless someone holds a light source directly above the water. Although fully submerged, the eggs are intact and salvageable.

A *dimension door* has formed in front of the well—a spell cast years ago but rendered permanent by the lingering magic of the Mornhaven Towers. The portal's aperture is a shimmering, 7' tall, 3' wide rectangular plane leading to area **10** in the Mornhaven Towers.

The officers have told the wall guards to keep an eye on the building but not to be obvious about it. They don't want to draw the party's suspicions. Unfortunately, the position of the door makes it impossible to keep under constant observation. If the PCs watch the guards' routine, they can quickly determine that every 10 minutes (one turn), there are two minutes when no guards can see the doorway. If whatever they do to gain access to the building is quiet and takes less than two rounds, they may enter noticed. They might also offer to cover guard duty for the soldiers on the north wall for a few hours. If they are noticed, the guards shout at them to get away from the door.

If the PCs decide to use the *dimension door*, there are a few things they need to remember. In a fort this size, it won't take long for them to be missed, so either a few PCs explore while the rest maintain appearances above ground, or the entire group goes, but for only a brief period.

A *wand of negation* or a *dispel magic* cast against 15th-level spell use dispels the *dimension door*.

The Mornhaven Towers

The origins of the elven sisters who once lived in these towers is lost to history. They were said to be powerful wizards who actively fought for the cause of good. All that remains of them now are their towers and some lingering dweomers.

The sisters abandoned their homes shortly after imprisoning a nabassu tanar'ri that was ravaging the Sword Coast. To cage it, they built an underground warding chamber, then sealed the tower. They then attempted to sink the towers beneath the ground and seal them in stone so that no one could ever release the tanar'ri. This was only partly successful. The massive block of bedrock that partly engulfs the southern tower extends east for miles all the way to the warts. Over the centuries, the two northern towers flooded and fell into disrepair, and they are now on the verge of structural collapse. They are completely empty and are not described here, though the DM is free to detail them as he sees fit. The southern tower, however, by virtue of its being sealed, has remained dry.

Because of the intense magical wards guarding the tanar'ri, the entire southern tower is virtually bathed in preservative magics. These spells have persisted for centuries due to the permanency aura that encapsulates the three towers. Thus, even though the contents are impossibly old, much of what is inside is still in serviceable shape. This also means that everything in the tower radiates magic.

The furnishings and decorations of the tower are valuable if the PCs could devise some way of first getting them out of the tower and then transporting them across the Mere to Waterdeep to sell them. Since this is unlikely and more trouble than it's

worth, only the more portable valuables are itemized here. If the players insist on looting the tower, the DM must wing it.

South Tower—Main Level

10. Sitting Room. The *dimension door* leading back to Mak'kar's fort manifests itself in the south corner of the chamber. An empty stone fireplace dominates most of the southern wall, and the rest of the room is taken up by five chairs with thick orange cushions and small tables placed here and there; atop one of the tables rests an empty wine glass.

A trail of muddy boot prints leads from the *dimension door* portal to the western door. There is nothing of interest here, except that the fireplace has no chimney flue. Lighting a fire in the hearth reveals that the smoke is magically displaced—one of many lingering enchantments placed upon the tower.

11. Entry Hall. At the north end of this grand hallway, a wide staircase ascends to the next level. A massive chandelier of crystal and brass hangs from the ceiling, with dozens of cracked yellow candles held precariously in their holders. A red carpet runs the length of the hall and all the way up the stairs. Conspicuously absent is a doorway in the south wall. (The tower entrance was magically sealed before the tower sank.) Again there is nothing of interest here, although the muddy trail of boot prints goes directly to the west door.

12. Dining Room. This room is in ruins. A smashed chandelier lies in the middle of the floor where it fell onto the dining table that collapsed under the weight. The collapsing table in turn snapped most of the chairs that were tucked underneath it. The room is bathed in shattered glass, splinters of wood, and bits of stuffing from the cushions.

West of the door against the north wall is a china cabinet stacked with 20 place settings of yellowed china. In the drawers beneath are 20 heavily tarnished set of silverware. The muddy boot tracks lead to the north door, which is ajar.

13. Kitchen. Against the east wall is another stone fireplace without a chimney. The remaining walls are lined with shelves and cupboards, all filled with cooking utensils, spoiled foodstuffs, and neatly folded towels. More foodstuffs and supplies are stored in a small closet pantry. In the center of the kitchen stands a great worktable with a shining metal cleaver (a *hand axe +3*) buried deeply into the tabletop. The trail of boot prints leads to the western door.

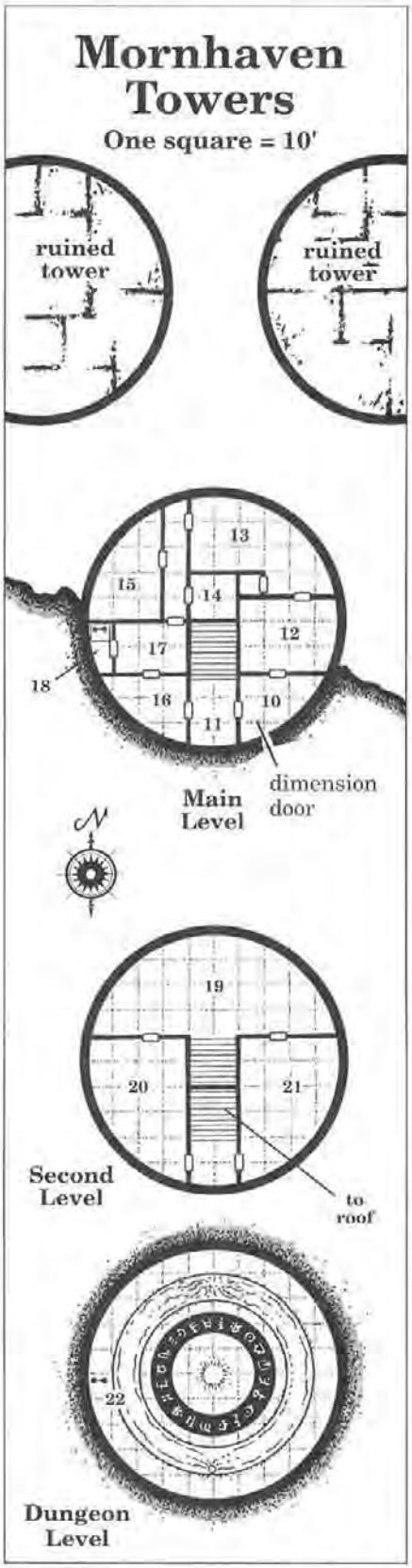
14. Linen Closet. Several neat stacks of dusty white towels are stored on shelves in this room. On the floor are a twelve bottles of perfumes, aromatic oils, and exotic liquid soaps. These are particularly valuable, worth 200–300 gp each to the right buyer. Fortunately for the PCs, the bottles are made of thick glass and resist breakage as if they were metal. Leaning in one corner is a *mop of flying*; the command word, "Pravap," is etched into the handle.

15. Servants' Quarters. This room contains three beds, three chairs, a desk, a wardrobe, and a silver-framed hanging mirror. The desk and wardrobe are filled with worthless apparel and personal effects.

A large sack of flour is spilled in a pile on the floor. It looks unremarkable, but the enchantments of the tower have given it life. It is, in fact, a kind of sandling that fearlessly attacks anything that enters the room. It has no treasure and does not pursue beyond the room's confines.

Flour sandling: INT non-; AL N; AC 3; MV 12; HD 4; hp 18; THAC0 17; #AT 1; Dmg 2d8; SA surprise; SD immune to *sleep, charm,* and *hold* spells; SZ L; ML 7; XP 420; *MM*/102 (elemental, earth-kin—variant).

16. Bedroom. A grand four-poster bed with bright red silk curtains and shining white silk blankets stands against the west wall. On each side is an elegant end table with a dry and non-functional oil lamp. A reclining sofa with red cushions faces the bed. The lamps are magical; if they are filled with oil and lit, they burn indefinitely without consuming the fuel, but only so long as they remain within the *permanency* effect of the Mornhaven Towers.



A tall wardrobe holds all manner of garments: dresses, shoes, blouses, pants, scarves, gloves, hats, and so on. Unfortunately, they are hundreds of years out of style and so old and fragile that they fall apart when handled. In the back southwestern corner, under a pile of garments is a simple wooden chest. It is unlocked and inside is some "petty cash" for household expenses: 100 gp. One of the garments appears to be a black cloak but is actually a cloaker. It does not attack unless physically disturbed.

Cloaker: INT high; AL CN; AC 3 (1); MV 1, Fl 15 (D); HD 6; hp 36; THAC0 15; #AT 2 + special; Dmg 1d6/1d6 + special; SA engulf victims; moaning; SD manipulate shadows; SZ L; ML 14; XP 1,400; *MM*/44.

17. Bathing Room. A large ceramic bath tub is built into the floor of this room. The entire room is decorated with various shades of blue tiles. In the northwest corner is a large metal stove with three green copper kettles on top. This stove is missing a chimney flue but has no need of one (see area **10** for details). The tub is filled with cold water that has become enchanted over the many centuries of exposure to the magic of the tower. Two water weirds live in the tub, forming in two rounds to attack anyone within reach.

Water weirds (2): INT very; AL CE; AC 4; MV 15; HD 3+3; hp 20, 15; THAC0 15; #AT 0; Dmg nil; SA drowning; SD suffers only 1 hp damage from piercing/slashing weapons; half damage from fire; reforms two rounds after being reduced to 0 hp; SZ L; ML 13; XP 420; *MM*/104 (elemental, water-kin).

18. Storage Closet. The room is filled with metal shelves, crammed with spoiled food and wine long since turned to vinegar. There is an open trap door in the floor with a ladder leading down to area **22**.

South Tower—Second Level

19. Concert Hall. A row of comfortable chairs with thick cushions lines the curved outer wall of the room facing the stairs. Arranged in the middle of the chamber are two pianos, a harp, three kinds of lutes, five different horns, nearly a dozen different varieties of flutes, and 15 violins. Each is set up in front of its own chair and music stand. All of the strings are so brittle that they break if plucked, and the metal instruments are tarnished beyond restoration.

20. Library. This room is filled with bookshelves that reach nearly to the ceiling. A great many books have been removed, as there are large gaps between tomes on the shelves. A few hours of searching reveals that someone took a great deal of care to remove all of the truly interesting volumes, leaving behind hundreds of informative but useless volumes of common interest literature. A scroll with the *dispel magic* and *fly* spells is tucked into one of the old tomes.

21. Laboratory. This room contains several tables covered with alchemical equipment, dusty but neatly arranged. While all of the reagents have long since evaporated, spoiled, or turned to dust, the equipment itself is in excellent shape. Among the dozens of boxes of spoiled powders are five boxes of powdered platinum, worth a total of 300 gp.

South Tower—Top Floor

The top floor (not depicted on the map) has the same dimensions as the floors below, but the ceiling peaks high overhead. During the day, sunlight streams through holes and gashes in the roof. During the night, the tower becomes home to dozens of harmless swamp fireflies.

Once a beautiful garden of exotic flowers and lush trees, everything is now long since dead.

South Tower—Dungeon

22. The Warding Chamber. The exact description of this room varies depending on what circumstances bring the party here. If they are exploring this room on their own for the first time, read the following:

> You climb down the ladder into a circular chamber 100 feet across and about 15 feet high. The room is lit by a column of blue light that stands in the exact center of the room. The outer walls are lined with black tapestries that stretch from floor to ceiling.
>
> There is what looks like a shallow, circular moat running the circumference of the room about ten feet from the wall. A continuous stream of water flows into it through a hole in the ceiling, pouring down a drain to the south. The entire surface ripples with tiny waves as if the floor is vibrating slightly. You can see the stone bottom of the moat is elaborately carved in a geometric pattern of interlocking squares.
>
> Beyond the moat, the floor is inlaid with a wide circular band of black marble that is further inlaid with golden runes. There are perhaps two dozen symbols set into the dark rock.
>
> At the center of the room stands the pillar of light. Suspended motionless inside the light is a dormant shape, so undeniably dark that it seems to pull the illumination inside itself, bending it.

The magical auras in this room, rendered permanent by the nature of the vicinity, are so strong they can be felt by anyone capable of casting wizard spells. Further, a *detect evil* spell reveals the presence of evil concentrated in the center of the pillar.

The creature inside the pillar is a nabassu tanar'ri, trapped behind multiple wards. It is completely beyond his power to free itself or to manipulate others toward the deed ... at least for the time being.

22A. Force Field. Running along the outside of the moat is a cylindrical *wall of force* that extends from floor to ceiling. The *wall of force*, rendered permanent by the lingering magic of the Mornhaven Towers, can be brought down simply by saying "Liberatus Infernum." The *wall* is restored by saying "I cage thee."

A *dispel magic* has no effect on the *wall of force*. A *wand of negation* lowers the *wall* for 3d6 rounds; a *rod of cancellation* or *disintegrate* spell destroys the *wall* utterly.

22B. Moat. The moat is not a barrier to anyone but the tanar'ri itself and can be crossed simply by wading through it. To break the ward, the hole through which the water flows

into the moat must be plugged. With the source stoppered, the moat dries up in two rounds. Restoring the ward is simply a matter of unplugging the hole, after which time the moat refills to a 6"-depth in ten rounds.

22C. Circle of Black Marble. The circle of black marble is inlaid with golden runes. The runes are magical, and each one negates a particular spell within the circle's confines. The following spells do not function inside the circle: *darkness 15' radius, dimension door, energy drain, gate, infravision, invisibility, phase door, plane shift, regenerate, silence 15' radius, teleport, teleport without error,* and *vampiric touch*. Additonal runes prevent creatures from entering or leaving the circle via the Astral or Ethereal Plane.

Anyone can walk into or out of the circle withour harm. Damaging the circle has no effect on the symbols, as the damaged marble reforms in a matter of seconds.

22D. Pillar of Light. The pillar of blue light is what actually keeps the tanar'ri in stasis. The radiance is generated by a *talisman of pure good* embedded in the floor under his feet. Removing the talisman from its niche in the floor is a simple matter; however, doing so deactivates the stasis field and awakens the tanar'ri.

The sisters built one final safety feature into the warding so that no one could release the nabassu without their knowledge. When the pillar is deactivated, a message is delivered to every human, elf, dwarf and gnome within a mile of this chamber by means of a *permanent whispering wind* spell. The message states: *"The tanar'ri has been unleashed."*

There should be absolutely no question in any PC's mind that whatever is caged here should not be released under any circumstances. With all of the wards currently in place, the party is free to explore, learn the nature of the room, and develop a healthy fear of the thing imprisoned in the icy light.

Nabassu tanar'ri: INT high; AL CE; AC –3; MV 12, Fly 15 (C); HD 7+16; hp 54; #AT 3; Dmg 2d4/2d4/3d4 or by weapon type +7; SA *death gaze* 1/day, paralyzation, spell-like abilities; SD +1 or better to hit, tanar'ri immunities; MR 50%; SZ M (7' tall); ML 15; XP 10,000; *PLANESCAPE® MC Appendix*/106 (tanar'ri).

Attack of the Lizard Men

Twenty-four hours after the PCs infiltrate Mak'kar's fort, the lizard king declares that there will be no further negotiating with the fort's defenders and commands that every living thing inside the fort be slain. He has given up any hope of recovering the tribe's eggs and is driven purely by the lust for blood. Ssij believes that there is still a chance to save the hatchery. Whatever Ssij's intentions, the vast majority of the lizard men are following the king's orders and do their utmost to take the fort.

The lizard men have prepared a new strategy for taking the fort. Hidden in the swamp 200 yards from the fort are two massive sling-shot mechanisms. Upon the lizard king's command, the scalykind use these to fire two huge tree trunks at the east wall. The missiles come hurtling out of the underbrush with no warning and slam into the wall.

When the trees hit the wall, there is a deafening crash as wood splinters go flying through the air like raindrops. The center ten feet of the east wall disintegrates under the concussion, and the rest of the structure heaves inward. Anyone in the middle of the wall when the logs hit suffers 4d6 hp damage from the impact and is thrown heavily to the ground inside the fort for another 2d6 hp of damage. PCs standing anywhere else on the catwalk are still thrown for 2d6 hp damage unless a successful Dexterity check is made.

Seconds later, dozens of lizard men swarm out of the water to rush the east wall. A few rounds later, hoping that guards from the south are pulled away to defend the breach, several more lizard men surge out of the southern swamp to attack the main gate. PCs hear Mak'kar screaming at them, "If those reptiles get inside, we're all as good as *dead*!"

Mak'kar's company struggles to hold off the attackers at the breach and cannot provide reinforcements. The battle happens as follows unless the PCs accomplish something to turn the tide:

Rounds 1–3: The PC heroes have two rounds to prepare spells, draw weapons, and move into position around the breach in the wall. During this time, they can see Mak'kar's men fighting the lizard king's giant lizards at the breach.

Giant lizards (2): INT non-; AL N; AC 5; MV 15; HD 3+1; hp 24 each; THAC0 17; #AT 1; Dmg 1d8; SA swallow whole; SZ H (15' long); ML 10; XP 175; *MM*/226 (lizard).

Round 4: The first wave reaches the breach in the eastern wall and tries to force its way through. The attack party consists of 24 lizard men, one patrol leader, one subleader, and Ssavath the lizard king. Their strategy is simple: attack *en masse*.

During this time, the party can see other lizard men slipping through the outer defenses, though they quickly disappear from view. (These spend the battle searching the fort for the stolen eggs, attacking any non-lizard man they encounter.)

Ssavath (lizard king): INT average (9); AL CE; AC 3; MV 9, Swim 15; HD 8; hp 52; THAC0 13; #AT 1; Dmg by weapon type (3d6+2 with trident); SA skewer; SZ L (8' tall); ML 16; XP 975; *MM*/227; great trident, *ring of free action*.

Lizard men (24): INT low; AL N; AC 5 (4 with shield); MV 6, Swim 12; HD 2+1; hp 13 each; THAC0 19; #AT 3 or 1; Dmg 1d2/1d2/1d6 or by weapon type; SZ M; ML 13; XP 65; *MM*/227; shield, javelin, six darts.

Lizard man patrol leader: hp 17; statistics otherwise identical to normal lizard man.

Lizard man sub-leader: HD 4; hp 24; THAC0 17; XP 120; long sword, shield; statistics otherwise identical to normal lizard man.

Round 5: Ssij, the lizard man shaman, casts *plant growth* at the base of the breach in the eastern wall. He waits until Ssavath, the lizard king, is in the fort before completing the spell, thus trapping him inside.

By the end of the round, a massive and impossibly thick wall of vines chokes the hole and fills it completely. The barrier is tightly entwined and as hard as iron. Anyone standing in the breach is thrown inside the fort as the vines burst out of the ground.

The battle is begun as vengeful lizard men advance toward the palisades of Mak'kar's fort.

Ssij (lizard man shaman): INT very (12); AL N; AC 4; MV 6, Sw 12; P7; hp 39; THAC0 16; #AT 3 or 1; Dmg 1d2/1d2/1d6 or by weapon type; SZ M; ML 13; XP 420; *MM*/227; shield, club (treat as morning star).

Spells: *cure light wounds* (×2), *entangle, sanctuary; augury, hold person, snake charm; plant growth, protection from fire; divination.*

Rounds 6–10: Ssavath and his lizard men, trapped by Ssij's *plant growth* spell, fight to the death. The lizard king is evil and bloodthirsty. Ssij hopes that Ssavath, deprived of reinforcements, will be slain in the battle before the second wave of lizard men breaches the main gate. Ssij holds back the remaining lizard men (almost 200 of them) pending the outcome of the battle.

Round 11: The second wave (24 lizard men, two patrol leaders, and one war leader) breach the main gates. They immediately begin searching for the tribe's eggs, attacking anyone who stands in their way. They hurl their javelins at anyone who attacks them from the towers or catwalk.

Lizard men (24): INT low; AL N; AC 5 (4 with shield); MV 6, Swim 12; HD 2+1; hp 13 each; THAC0 19; #AT 3 or 1; Dmg 1d2/1d2/1d6 or by weapon type; SZ M; ML 13; XP 65; *MM*/227; shield, javelin, six darts.

Lizard man patrol leaders (2): hp 17; statistics otherwise identical to normal lizard man.

Lizard man war leader: HD 6; hp 36; THAC0 15; XP 420; long sword, shield; statistics otherwise identical to normal lizard man.

Rounds 14–15: Ssij uses a *divination* spell to ascertain whether or not Ssavath has been slain. (Unless the PCs intervene, the dopplegangers will succeed in killing the lizard king.)

Ssij then uses his *sanctuary* spell to approach and enter the fort unaccosted. With the lizard king trapped or dead inside the fort, Ssij tries to contact the PCs, persuading them to help retrieve the eggs and thus end the battle.

Mak'kar's Last Stand

Fearing the imminent loss of the fort to the scalykind, Mak'kar and his remaining officers fight their way into area **9**, leaving the other dopplegangers to fend for themselves. Any PCs who wish to join Mak'kar are welcome; he reassures the PCs that the scalykind will find their eggs safe and sound in the well. Mak'kar plans to collapse the *dimension door* in area **9** using his *wand of negation*. He does this once he and his officers are safely through the other side. The lizard men will be unable to pursue them.

Mak'kar plans to avenge his defeat by unleashing the tanar'ri and sending it out to destroy the lizard men.

Mak'kar uses his *wand of negation* to lower the *wall of force* in the warding chamber (area **22**), then removes the *talisman of pure good* that keeps the evil nabassu in stasis. Once released, the tanar'ri agrees to help Mak'kar in exchange for its freedom. Once permitted to leave the protective wards of the chamber, the tanar'ri turns on Mak'kar and his

officers (and any PCs who are present), rending them limb from limb.

After turning on Mak'kar and his followers, the nabassu goes searching for more human victims so that it may achieve maturity and return to the Abyss. If it can find no human prey in the Tower, the nabassu *teleports* elsewhere, terrorizing some other corner of the Realms.

Concluding the Adventure

Regardless of when it occurs, the lizard men finally overrun the fort, perhaps while the party is in the tower confronting Mak'kar. If the PCs helped the lizard men secure their eggs and the lizard king was slain in the battle, the PCs are spared.

Once the eggs are found and the fort secured, PCs still inside the fort are approached by several lizard men and a lizard man war leader:

> A battle-scarred lizard man stands before you, his forked tongue flickering wildly. "Sssavath is dead," he says. "Ssij hasss named me king. I releassse you for helping usss find our eggsss." The war leader then moves closer to your group and speaks in a lower voice so that the other lizard men will not hear him.
>
> "We mussst ssstop raidsss on humansss. Ssij sssays Ssavath was wrong to raid humansss. Raidsss make humansss angry. They might sssend army to ssslay Three Towersss Tribe. You sssend thisss messsage: we ssseek peace with human tribesss."

The lizard man war leader, Hossk, is an honorable scalykind, and he is speaking the truth. He and Ssij both opposed Ssavath's raids on the High Road, knowing they would eventually lead to repercussions. At this point, the PCs should leave the fort quickly while they have the chance.

For successfully eliminating the lizard man threat to the travelers of the High Road, the players should be awarded 1,000 XP apiece plus any experience for monsters killed. They are also entitled to another 1,000 XP if they figured out the true nature of Mak'kar's company on their own, and another 500 XP for preventing the release of the nabassu tanar'ri. These are maximum awards, and the DM should reduce them as he sees fit.

When the PCs return to Iniarv's Tower, Sir Justin is amazed by their story and stunned at the intricate power structures that exist in the Mere. The leaders of Waterdeep might decide that it is best to keep on good terms with the Three Towers Tribe by sending experienced diplomats to deliver valuable gifts to King Hossk. Of course, Hossk is more likely to receive guests if they are accompanied by people the tribe already recognizes as allies, like the PCs.

There is also the matter of the nabassu. Once word gets out about what is imprisoned under Mornhaven Towers, there will be those who want to see the tanar'ri destroyed or banished and others, like Mak'kar, who seek to control it. Justin might ask the characters to destroy the fiend or could send another group to try, perhaps unleashing the tanar'ri inadvertantly. If the nabassu escapes, there's no telling where and when the PCs might encounter it again. Ω

Adventures Index!

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New Magical Item

Ring of Myrkul

The *rings of Myrkul*, relatively few in number, were created and worn by Myrkulite priests before the Time of Troubles. When Myrkul perished atop Blackstaff Tower in Waterdeep, his secret temple in the heart of the Mere sank into the swamp. A number of Myrkulites fled the sunken temple and died, giving up their lives—and their magical rings—to the monstrous denizens of the Mere.

The *rings of Myrkul*—gold bands painted black and adorned with the white skull symbol of Myrkul—glow faintly in the presence of a *detect evil* spell. The rings allowed the Myrkulites to identify one another. More importantly, the rings served as keys, enabling the priests to enter their temple without incurring the wrath of many of its guardians.

Anyone wearing a *ring of Myrkul* is granted the ability to *walk among the dead*. All mindless undead and intelligent undead with fewer than 6 HD will not attack the ring's wearer unless the wearer attacks them first. Moreover, the wearer can cast *chill touch* spell 3/day and *ghoul touch* 1/day. Prior to the Time of Troubles, if the ring wearer was a Myrkulite priest, he could invoke a number of other effects, but these greater necromantic powers vanished when Myrkul died.

Several *rings of Myrkul* lost in the swamp have since been found. Evil, intelligent creatures are drawn to the rings as if by the eighth-level *sympathy* spell (range 30 yards).

Mak'kar, the main villain in this adventure, wears a *ring of Myrkul* that he found while exploring the southern Mornhaven Tower. The importance of this ring becomes apparent in the last adventure in the *Mere of Dead Men* series.

XP Value: 250 **GP Value:** 1,000

"Their forms vaguely suggested the anthropoid, while their heads were the heads of fish, with prodigious bulging eyes that never closed ..."—H.P. Lovecraft, "The Shadow Over Innsmouth"

KINGDOM OF THE GHOULS

BY WOLFGANG BAUR

Descend into darkness

Artwork by Bradley McDevitt
Cartography by Diesel

Wolf writes: "I've loved the Underdark ever since reading Clark Ashton Smith and H.P. Lovecraft. This module is meant to put some serious fear back into the Lands Below. The adventure is respectfully dedicated to Roger E. Moore, who suggested the topic, and E.R. Eddison, who inspired it."

"Kingdom of the Ghouls" is an AD&D® GREYHAWK® adventure for 5–8 characters of levels 9–15 (at least 70 total levels). Dwarves and gnomes are especially valuable, since the party must navigate long distances underground. Paladins, druids, and other PCs with high Charisma scores are also valuable.

This scenario takes place in the Crystalmist and Hellfurnace Mountains, two tall ranges of the southwestern Flanaess. However, it can easily be adapted to fit other Underdark campaigns. DMs wishing to run a subterranean campaign could link this adventure to "Shards of the Day" (Issue #60), "Swing Shot!" (Issue #66) and "Uzaglu of the Underdark" (Issue #67). If set in Cerilia, the abandoned svirfneblin holding could be a dwarven outpost of the Baruk-Azhik or Daikhar Zhigun region.

The "Ecology of the Ghoul" article in *DRAGON® Magazine* #252 provides useful reference information but is not needed to referee the adventure.

For the Dungeon Master

One hundred years ago, a cabal of seven mages from the distant West activated an artifact called the Orb of Shadows, creating a magical portal to the Negative Material Plane. They hoped to channel the power of that plane to their own benefit, creating legions of servants and increasing the power of their spells immeasurably. The mages were cautious, knowing that the Negative Material Plane is the power source for the undead and great powers of darkness and decay. Just in case they had forgotten some detail, they worked their magic far beneath the earth, far from human habitation. Though they spent years preparing for the ceremony, the cabal's wards and protections failed them, and when the gate opened, nothing went as planned.

One powerful, hungry creature stepped through the portal from the dark plane: a true ghoul, unlike any other seen in the Flanaess. The ghoul—named Doresain—quickly paralyzed his summoners, then leisurely devoured one of the mages before the paralyzed eyes of the others. Then he transformed the remaining wizards into ghouls like himself. These six mages became his first followers, and they quickly spread their disease among the human slaves of the DeepOerth. Thus they established the White Kingdom, a kingdom of the ghouls that became an underground cancer, driving other underground races into panicked flight.

The ghoul kingdom expanded quickly below the Hellfurnaces, first by destroying a small drow enclave, where members of the drow house of Eilservs had found temporary refuge. These drow had fled the ancient drow city of Erelhei-Cinlu when their house's worship of the Elder Elemental God was discovered; their deaths were not avenged by their drow brethren. Using the newfound strength of their drow reinforcements, the ghouls staged a daring assault on a duergar city—and succeeded. Soon, the ghouls were destroying entire tribes of troglodytes. At first, it seemed the ghoul army was unstoppable, but then the kuo-toans and the illithids, two of the oldest races of the Underdark, joined together to teach the upstart undead caution. The combination proved lethal, as the kuo-toans were not affected by ghoul paralysis, and their best priests could destroy or turn the brunt of ghoul attacks; the illithids provided magical mobility and firepower, as well as powerful umber hulk slaves.

The battles grew more desperate over time. The ghouls were driven back from their former expansion, and seemed on the verge of extinction, when they gained a group of unlikely allies. An emissary from the xenophobic cloakers arrived at the court of the King of the Ghouls and offered an alliance. The cloakers had been at war with the mind flayers for countless generations and needed help against their ancient foes. To everyone's surprise, the emissary's offer was accepted, and the two races forged a pact. The cloakers pushed back the kuo-toans; in return, the ghouls—immune to mental attacks—launched brutal counterstrikes against the illithid cities. The ghouls hopes recovered and even flourished; the war in the depths continued to go their way for decades of grinding conflict. To solidify the ghouls' conquests, a portion of their army stopped marching and founded the city of Kilenor, near the Cloaker Rift.

Eventually, with the help of their cloaker allies, the ghouls drove many of their enemies to the surface, where they are now creating havoc in the settlements of the Yeomanry's dwarven allies in the Jotens. Hundreds and even thousands of deep gnomes and dwarves are streaming out of the Underdark, seeking refuge in Loftwick and calling on the Yeomanry's militia to reclaim the dwarves' ancient halls.

Crispin Redwell, the spokesman for the Yeomanry, has so far resisted sending human troops into the mountains, but if the tide of refugees does not stop soon, honor will soon drive him to try it.

The Adventure Begins

When the adventure begins, the ghouls' empire has reached its limit underground. In the winter of C.Y. 586, ghoul hunting parties first creep onto the surface. Unlike the drow, the kou toans, and other races of DeepOerth, the ghouls care little for the surface world. They are simply interested in complete and total domination over the Underdark, but their continuing conquests are now driving even the most long-established races up into the light. They are likely to continue taking victims from the surface unless the PCs stop them.

As powerful adventurers, the PCs often hear about distant events. No matter where they are in the Flanaess, the PCs hear rumors about the monsters raiding mountain strongholds near the Yeomanry. Constant skirmishes break out between the creatures from below and the mountain residents, but no word comes of why the creatures are coming up. It looks like a typical aggressive move by evil races, so the mountain dwarves and other good creatures just fight them. The creatures of the Underdark—blinded by sunlight—are weakened and cautious during the day but wreak great destruction at night.

Read or paraphrase the following:

> Strange times have come to the Hellfire Mountains. In recent days, hundreds of deep gnomes have settled in the city of Loftwick in the Yeomanry, abandoning their traditional halls. They are setting up or buying out every human smithy they can and are offering better wares for lower prices. The Smith's Guild and its traditional allies have voiced their complaints to the city's governor, but nothing can be done—the deep gnomes have broken no law. Rumors of mob action are beginning to circulate.
>
> Most of the newcomers are from the enclave of Glimmerfell, a gnomish ironworking hall up in the Crystalmists west of town.

If the PCs seek out the svirfneblin, they find them easily enough, though their shame makes them reluctant to speak of what drove them out of the hills. The deep gnomes refer persistent questioners to their chieftain. If the presence of the gnomes does not engage the player's curiosity, then read the following to the player of the highest-level priest PC, preferably a gnome or dwarf:

> You arrive at the Loftwick temple of St. Cuthbert for the morning prayers to find a small party of gnomes has gotten there before you. The temple acolytes tell you that the deep gnomes are seeking an audience with you because of your reputation as a great priest and adventurer. They refuse to see anyone else.

Once the PC priest agrees to see the supplicants, read the following:

> A small troop of heavily-armed deep gnomes appears, carrying their clan chieftain on a litter of spears. Their spokesman steps forward and says, "This is the leader of our clan, Ardin Goldbeard. He has been sorely wounded by a ghoul warrior." He motions to the bearers to put down the litter.
>
> You've never seen a gnome this decrepit before. His beard is thin

Ghouls By Ghoul-light

The Underdark ghouls in this module rule a territory called the White Kingdom, a realm of great savagery and power. They are often called shadow ghouls or the Children of Nerull, and they are more dangerous and potent than the common AD&D® ghoul.

Unless indicated otherwise, true ghouls fit the description provided here. Priests, officers, and nobles have extended statistics and improved Armor Classes as noted in the text; in all other respects, they match the description below.

True ghoul: INT average–genius (8–16); AL NE; AC 3; MV 12; HD 4+4; THAC0 15; #AT 3 or 1; Dmg 1d6/1d6/1d8 or by weapon type; SA paralyzation (lasts 2d6+6 rounds), grave-rot (see below); SD immune to *sleep, charm, hold, fear,* poison, paralysis, death magic, and cold-based attacks; turned as wraiths; SZ M; ML 18; XP 1,400; *DRAGON Magazine* #252.

True ghouls speak their native tongue (usually Duergar, Drow, Svirfneblin, or Common) as well as Undercommon and Ghoulish.

The claws and fangs of true ghouls are covered with filth and carrion. Creatures wounded by the ghouls must make a saving throw vs. poison or succumb to grave-rot. (Roll once, after the battle with the ghouls is concluded.) Those who fail lose 1d6 hp each day until the disease is cured or until they make a Constitution check with a –4 penalty. Paladins are immune to the effects of grave-rot and can use their *cure disease* ability to remove the affliction from others.

True ghoul priests drain one point of Strength by touch (as per shadow). Priests of 5th level or higher can *animate dead* once/week, with no limit to the number of undead they may untimately control.

True ghoul nobles have all the abilities of priests save spell use but may cast *summon shadow* once/day (as an 8th-level caster). Any slain ghoul noble who makes a save vs. death magic immediately becomes a spectre with 8+3 HD.

True ghouls prefer ghoul-light to other forms of illumination. This yellowish-green light is shed by special lanterns; it is a weak glow that discomfits drow (inflicting the same penalties as a *continual light* spell) but does not neutralize infravision. In addition, it reveals invisible creatures or those hiding in shadows within 50 feet. The secret of manufacturing the special oils that create ghoul-light lanterns are closely guarded by the ghoul priests and unknown to other races.

True ghouls are sometimes accompanied by spy devices called the Eyes of the King. These magical eyes are tiny enchanted bats that are constantly engulfed in green fire as they zoom down the tunnels of the ghoul kingdom; Doresain, the King of the Ghouls, can see through their eyes. Eyes of the King flit through darkness quicker than the eye can follow, like green comets shooting through the caverns. Each Eye of the King is essentially a *wizard eye* of unlimited distance and duration. They patrol regular patterns, primarily on the borders of the ghouls' kingdom.

and wispy, and his skin is a sickly yellowish green. The spokesman bows and says, "If you can heal our chieftain, our clan will give you many valuable forgings and weapons. If you cannot, we understand and will seek help elsewhere." He stands stiffly beside the litter, waiting for your answer.

The chieftain can be healed by a *heal* spell, a combined *cure disease* and *cure critical wounds*, or a 9th-level or higher paladin's laying on of hands combined with *cure disease*. He is infected with grave-rot (see above sidebar). The svirfneblin do not speak of the ghouls that attacked them. They simply don't discuss the matter, instead asking, "Will you cure our chieftain? If you can't, just say so and we'll try someone else." Spells such as *ESP* reveal only an overwhelming sense of fear and dread.

If the PC does cure the old gnome, the young litter-bearers whisk him away to recover elsewhere. The next day, the old chieftain shows up at the priest's inn or temple, accompanied only by his spokesman. Read or paraphrase the following:

The old gnome you cured yesterday strides into your room, beaming with good health—and with a rich red luster restored to his beard. He bows formally and then speaks, saying, "I cannot thank you enough for my recovery. Please accept these small tokens of my gratitude." His companion hefts a small iron-bound chest and opens it. Within lie armor, a black mace, and a finely-made copper goblet.

"Sadly," says the old chieftain, "my clan has been driven from its ancient caverns, flooded out. Many of us found refuge here among the humans, but our two peoples are already bickering. It is only a matter of time until the ghouls from below the mountains come here or raid the towns nearby."

Ardin shakes his head, then continues. "If you are true heroes, perhaps you can go beneath the earth where no human army can go. My people have fought the ghouls for years and lost. Perhaps you will be more fortunate. I know the entrance to the ghoul-tunnels. Will you root them out of their dark holes?" He stands at ease, awaiting your reply.

Ardin's gifts include a fine suit of *plate mail +1* (human-sized), a copper chalice set with emeralds (worth 4,000 gp), and a *footman's mace +4* made of a strange black metal (a drow adamantine mace; it corrodes completely in 2–7 days due to exposure to sunlight), and a *helm of paralyzation resistance*. The helm adjusts its size to fit any (demi)human head, and its face resembles a gnomish warrior, complete with bald head and braided beard.

Assuming the PCs agree to fight the ghoul menace, Ardin gathers a war party of 20 experienced svirfneblin warriors and leads the entourage to the entrance at the Valley of Kings (area **1** in the "Underdark Encounters" section).

Welcome to DeepOerth

The Underdark of the Flanaess is a region of deep caverns far from the lights of sun and moon, of strange races, ancient civilizations, and lost magic. It is an alien place, and often a place of great horror.

The Underdark is both chaotic and wild, and only the cautious survive. Races are constantly raiding for slaves or besieging one another. Food, air, and other resources are so scarce that even the "good races" must act ruthlessly to protect their clans and strongholds. Not surprisingly, the Underdark is very dangerous for surface PCs—the civilization of the surface is nowhere to be found underneath. The denizens of the Under-dark assume all strangers are enemies until proven otherwise.

Like civilization, magic suffers a few changes in the Underdark. The most important change is the failure of teleportation spells of all kinds. These spells do not function deep underground for more than short distances within a single cavern. Magical energies in the stone of the Underdark prevent teleport from working across any stone barrier.

Fire spells are dangerous underground. Any large flame in a small tunnel can quickly use up all the breathable air. Even in much larger caverns, *pyrotechnics, fireballs,* and *walls of fire* can put enough smoke into the air to obscure vision and cause damage from smoke inhalation. Optional rules for smoke damage are given in *PLAYER'S OPTION®: Spells & Magic,* page 122; however, the duration of the smoke should be increased to 2–8 turns due to the enclosed tunnels, which allow gasses to dissipate slowly, if at all.

Movement through the Underdark is at a rate in miles per day equal to the PCs' movement rate. The party moves at the rate of its slowest member, probably six miles per day or slower. Because the Underdark is so dangerous, dwarven and gnomish forays are often done at the double-march. The trips in and out are fully as dangerous as the missions themselves. Moving at the double march allows a party to double its movement rate, but all members must be unencumbered or lightly encumbered, and the effective Constitution of all double-marching creatures is half normal, as their energies are devoted to the rigors of the march itself. Effective Strength is reduced by two (percentile Strength counts as 1).

The Underdark of the Kingdom of the Ghouls is arranged in two tiers. The upper tier of areas **1** to **10** is close to the surface, and home to drow, duergar, svirfneblin, and surface races such as goblins and humans, as well as the shattered city of the troglodytes. This section is still unsubdued by the ghouls, though subject to frequent raids. The lower tier of areas **11** to **20** includes the Great Crypt of the Ghouls, and the watery lands of the aboleth, kuo-toans, and illithids, as well as the great rift of the cloakers.

Army of Hope

One of the best ways for the PCs to overcome the superior forces of the ghouls is by gathering together an army of their enemies. This will require careful diplomacy and a very charismatic leader, but it provides the PCs with the numbers they may need to mount a serious attack on the ghouls in their home. At the very least, it provides a big distraction while the PCs themselves move against the ghouls' sources of power.

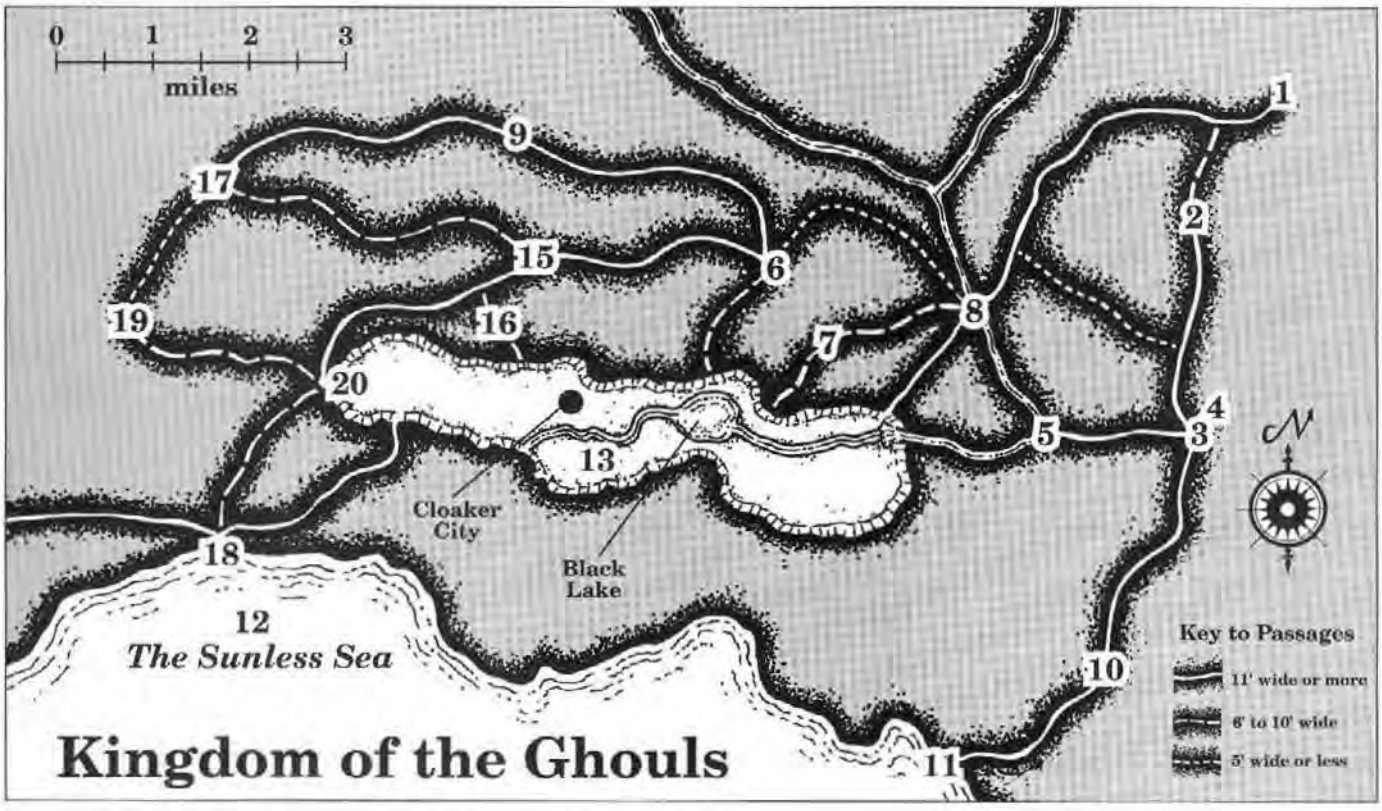
Throughout the adventure, the party will encounter enemies of the ghouls, often no more than a handful of survivors from one of the ghouls' assaults. As each group is won over, add their HD value to the total force marching under the PCs' direction against the hated ghouls. If the characters pursue other goals (such as an attack against the cloakers or exploration of the Sunless Sea), the army splinters and fades away. However, if the army is maintained until arriving at Kilenor (area **20**), roll 1d20 and use the following table to determine the success of the attack. Add 2 HD for each level of PC and henchmen party members actively leading the army in the attack. Add the Reaction Adjustment of the most charismatic PC to the die roll.

A *rout* result indicates that ghoul sentries quickly engaged the army and reinforcements sent it into a panicked retreat, inflicting heavy losses (30–80% casualties). A *retreat* result indicates that the ghouls engage and defeat the army, and it is forced into a fighting retreat. The army suffers 10–40% casualties. A *divert* result indicates that the attackers threw the ghoul defenders into such confusion that the ghouls did not defeat the attacking army until priests, nobles, and reinforcements arrived and turned the tide. The diversion lasts 2d6 turns, with casualties of 5% per turn. A *hold* result indicates that the attackers took and held a strongpoint, such as a fortified gateway. The ghouls retreated from the initial attack, regrouped and gathered forces, and were forced to make repeated assaults to retake the lost ground. This took 2–5 hours, with 5% casualties per hour. If the PCs destroyed the Orb of Shadows or killed King Doresain in this time, the ghoul forces retreat in good order as soon as the news of the disaster spreads. Finally, a *victory* result indicates that the army took and held positions and continued its advance for 2–8 hours. If the PCs destroyed the Orb of Shadows or killed King Doresain in this time, the ghoul forces retreat from the city in panic and disorder. The PCs' army suffers 5–20% casualties.

Roll	Army's Total HD					
1d20	1–50	51–100	101–150	151–250	251–350	351+
1–2	Rout	Rout	Rout	Rout	Retreat	Retreat
3–5	Rout	Rout	Rout	Retreat	Retreat	Divert
6–10	Rout	Retreat	Retreat	Retreat	Divert	Hold
11–16	Rout	Retreat	Retreat	Divert	Divert	Hold
17–19	Retreat	Divert	Divert	Divert	Hold	Victory
20+	Divert	Divert	Hold	Hold	Victory	Victory

Underdark Encounters

1. Valley of Tombs. If the PCs follow Ardin to the tunnel entrance, he leads them into the high mountains, where a small tunnel leads into the Underdark. Ardin shows the PCs a small hole in the ground. Within lies a gnomish tomb, long since despoiled by robbers, that leads directly to the tunnels of DeepOerth. Read or paraphrase the following:



All that remains in the small, 5'-tall tomb is an entrance to the Underdark—a tunnel to the deepest caverns of the earth. Scattered about the tomb are a few bones cracked and gnawed, perhaps by ghouls. In addition to gnomish bones, three humanoid skulls litter the halls, some of them cracked and broken—but all of them with long, sharp fangs.

The skulls belong to ghouls, of course, though they superficially resemble vampire skulls. Though the ghouls themselves have moved on, they have left an animated guardian behind to destroy anyone passing through. The remorhaz is positioned in a small side tunnel, ready to leap out at the first living creature passing by.

Undead remorhaz: INT non-; AL N; AC 0, head 2, underbelly 4; MV 9; HD 14; hp 71; THAC0 7; #AT 1; Dmg 6d6; SA swallow whole on a 20; SD immune to poison, *hold, charm,* and cold-based spells; MR 75%; SZ G (48' long); ML 17; XP 10,000; *MM*/301 (modified).

The remorhaz guards no treasure but the bones of the dead; it leaves the tomb only when the ghouls decide to search for food on the surface. It does not have the heat attack of a living remorhaz.

If the PCs ask Goldbeard to take them into the gnomish city, read the following:

You see a flicker of fear in the gnome chieftain's eyes, but then he lifts his chin and says, "My people need a leader. Here on the surface, they are vulnerable. If I were to lead them back to their home, how could I guarantee their safety? Until the ghouls are defeated, we svirfneblin shall have our hands full simply keeping the ghouls from spreading onto the surface. Are you sure you need my help?"

If the PC leader makes a successful Charisma check at a –4 penalty, Goldbeard accompanies them along with 20 of his finest warriors.

The svirfneblin war party adds 70 HD to the party's army (see "Army of Hope" sidebar).

Svirfneblin (20): INT very (12); AL NG; AC 7; HD 3+6; hp 20 each; THAC0 17; #AT 1; Dmg by weapon type; SA stun darts; innate spell abilities; MR 20%; SZ S; ML 13; XP 420; MM/159 (gnome).

2. Salt Dome. A hunchbacked, half-crouched giant named Stumpy crouches and crawls through a maze of large tunnels here. His family fell into the tunnels years ago and never found a way out big enough to accommodate them. The tunnels in this section are laced with veins of white, brittle salt.

Stumpy is the last survivor of the fomorian family. His clothes, clumping hair, and skin are all covered in white salt, which he constantly brushes off. The clouds of salt dust around the giant require other creatures to make a saving throw vs. poison or be immobilized for 1d4 rounds. Stumpy often suffers a racking cough, but he speaks halting Gnomish. He hunted the gnomes for years from ambush, snatching stragglers and pack animals. He's been starving ever since the svirfneblin left, but he has managed to hide from the ghouls so

far. He will parley with the party for food; if no food is forthcoming, he attacks to get some. He is too large and slow to follow the PCs and the Army of Hope through the Underdark's twisting passages for long.

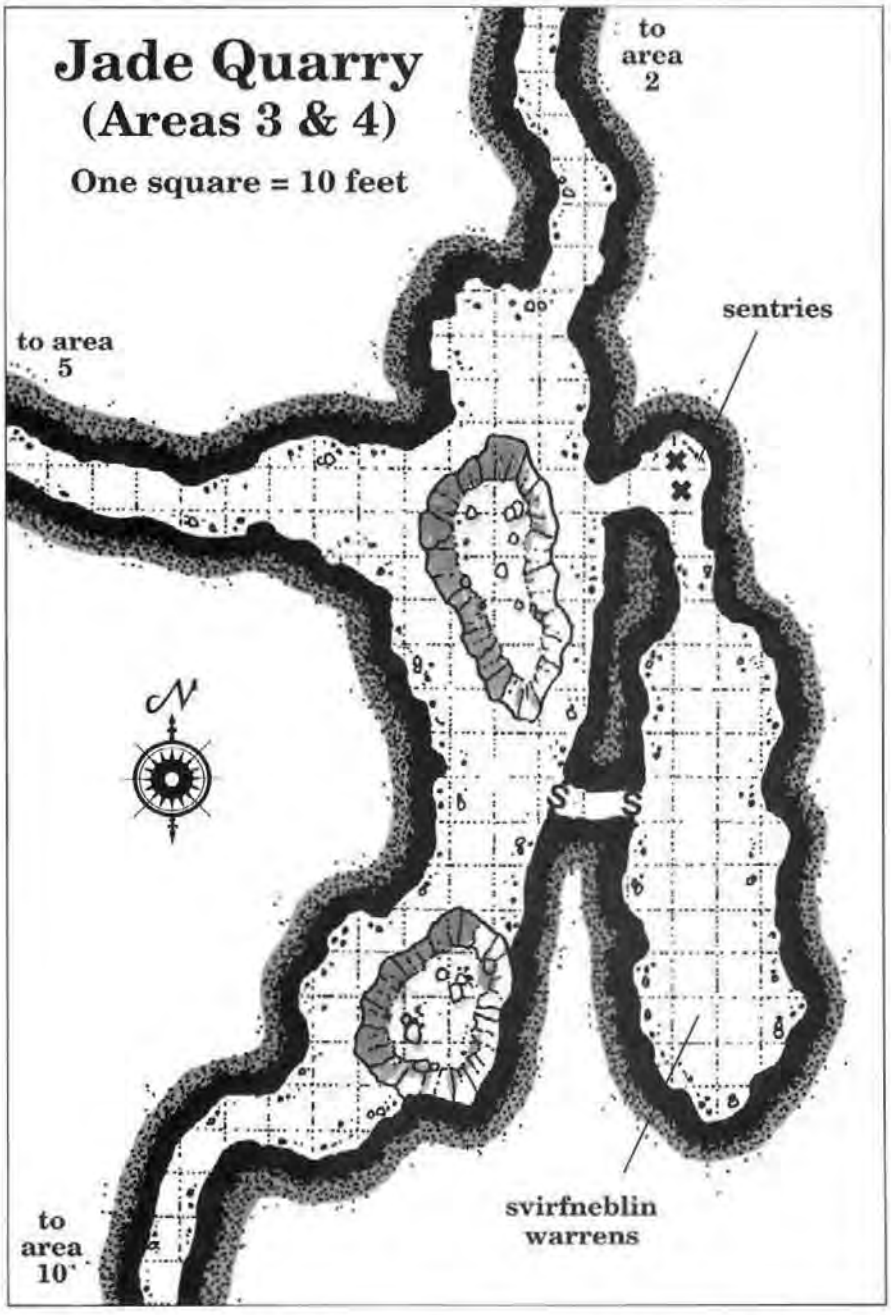
Stumpy (fomorian): INT average; AL NE; AC 3; MV 9; HD 13+3; hp 71; THAC0 9; #AT 1; Dmg 2d6+10 (mace); SA surprise, choking salt; SD only surprised on a 1; SZ H (12' tall); ML 14; XP 7,000; *MM*/139 (giant).

Stumpy's family was slain by raiding dwarves some years ago, and he buried them in salt. They have since mummified, all liquids soaked away by the mineral salts. He still talks to his wife and children occasionally, out of fond habit and forgetfulness. He buries his leftovers near them from time to time, so the bones are mixed in with gnomish bones more-or-less randomly.

Stumpy wears an enormous gold beaded necklace strung with 41 chunks of amber. It is worth 6,000 gp, but Stumpy will not trade it for anything except his life. The necklace was his father's, and Stumpy considers it his most treasured possession.

3. Jade Quarry. Once a gnomish mine, this quarry of greenish stone is now a gathering point for the survivors of Glimmerfell, the svirfneblin city which Ardin Goldbeard narrowly escaped (see area **5**). When the party enters the cave, read or paraphrase the following:

> You reach a cavern intersection made of slick, greenish stone; passages lead off in all directions. Two small glints of light reflect from something up ahead. The tunnel itself is widening, easily 15' wide here. You hear deep, muttering voices from the darkness beyond.



The glinting light comes from two gnomish sentries who watch the tunnels, loaded crossbows at the ready. If the PCs carry no lights and fail their surprise roll, the sentries call out a challenge in Gnomish, asking the intruders to identify themselves. If the PCs surprise the sentries, delay the arrival of each of the following reinforcements by one round. If the sentries see lights approaching, they rouse the camp and draw up a defense—the muttering noises are the sounds of the svirfneblin readying a defense.

On the second round after the sentries rouse the camp, the rest of the deep gnomes appear to defend their camp. On the third round, the gnomish burrow warden Oroem and high priest Gador show up to rally the troops. On the fourth round, the deep gnomes' untrustworthy allies—Feeniar the drider and his quaggoth and spider servants—show up.

Though not exactly in fighting shape, these refugees of Glimmerfell survived the deluge that destroyed their city. They allied themselves with Feeniar, a powerful drider, but they do not share his goals. The deep gnomes seek a new home or a race they can serve as mercenaries against the ghouls. If the PCs proclaim a crusade against the ghouls, the gnomes sign up. The deep gnomes fear the ghouls' power and the rapid

collapse of Glimmerfell, but they know their fate if the ghouls continue their march of conquest. The deep gnomes fight fiercely if attacked, hoping Feeniar's spiders take the brunt of any attack.

Until the collapse of the city, Oroem was the keeper of the exchequer. Since he is the only gnomish noble still around, he declared himself "lord" of the survivors, but he is insecure in this position and follows Feeniar's orders. He carries the keys to the clan's treasure-chests (see below).

Gador is Oroem's greatest rival, but as long as Feeniar supports the young noble, Gador plays along. He keeps a close eye out for deserters and for treachery; he is innately suspicious. The sentries, on the other hand, keep to themselves, gambling slowly and methodically until they are given orders. Oroem and Gador both ride giant lizards, and the spare lizard carries the clan treasury. In combat, Oroem uses the lizard to run down fleeing foes; the priest uses his to make finding spell targets easier.

Oroem (svirfneblin burrow warden): INT very; AL N; AC –1; MV 9; HD 6+9; hp 45; THAC0 13; #AT 3/2; Dmg by weapon type +2; SA stun darts; SD non-detection; surprised only on a roll of 1; spells; immune to illusions; MR 35%; SZ S (4' tall); ML 13; XP 4,000; *MM*/159-161 (gnome); *warhammer +2*, short sword, *ring mail +3*, shield, 18 Dexterity.

Spells (innate): *blindness, blur, change self.*

Gador Sevor (svirfneblin high priest): as Oroem, but AC 3; P8; hp 39; THAC0 14; SA acid darts; MR 45%; XP 6,000; *footman's mace +1, ring mail +2*, 16 Dexterity. Cannot turn undead.

Spells (5/4/3/2): *bless, cure light wounds* (×3), *invisibility to undead; heat metal, hold person, obscurement, silence 15' radius; dispel magic, prayer, water walk; detect lie, lower water.* Plus innate spells as Oroem.

Nestmoh, **Tessin**, and **Jendill** (svirfneblin sergeants): as Oroem, but AC 6; HD 4+6; hp 32, 29, 26; THAC0 15; MR 40%; XP 975; ring mail, shield, pick, light crossbow.

Svirfneblin sentries (14): as sergeants, but AC 7; HD 3+6; hp 25, 24 (×2), 22, 20 (×4), 19, 18 (×3), 17, 16; THAC0 17; #AT 1; MR 20%; XP 420; ring mail, pick, hammer, spear.

Giant lizards (3): AL N; AC 5; MV 15; HD 3+1; hp 23, 22, 14; THAC0 17; #AT 1; Dmg 1d8; SA double damage on roll of 20; SZ H (15' long); ML 10; XP 175; *MM*/226.

The clan treasury on the largest lizard is kept in two small chests, each warded with a *glyph of warding* (lightning for 7d4 hp damage, saving throw for half damage) and each trapped with a scything blade that sweeps across the inside of the chest for 2d6 hp damage. The clan treasure includes 4,000 sp, 1,000 gp, 30 50-gp gems, and a potion of *extra-healing*.

The svirfneblin are in a fragile alliance with Feeniar and his entourage. Most of the drow of Erelhei-Cinlu are too proud to admit defeat and retreat; they will die when the ghouls overwhelm the city. Feeniar takes a more pragmatic view and hopes to ally himself with the ghouls once he reaches their city. He knows the powers and the location of the true ghouls but will only reluctantly explain their origins to the adventurers—if they bother to listen.

Although the svirfneblin outnumber him, Feeniar gives the orders. Twisted and perverse, Feeniar is a drow priest of the Elder Elemental God who survived his transition into a drider. Cursed and hideous, he now seeks to betray his race to the ghouls. While he has gathered a small troupe of followers, he considers all others beneath him. He fears returning to Erelhei-Cinlu because he fears capture by Lolth's loyalists. He relishes any chance at vengeance and gladly allies himself with the party—at least until he reaches the ghouls' city.

Feeniar Eilservs (7th-level drider priest): INT high; AL CE; AC 0; MV 12, climb 9; HD 6+6; hp 42; THAC0 13 (11 with *morning star +2*); #AT 1; Dmg 1d4 or 2d4+2 (*morning star +2*); SA poisonous bite, spells; MR 15%; SZ L (9' tall); ML 14; XP 7,000; *MM*/112 (elf, drow); whip, *morning star +2, shield +3, cloak of elvenkind.*

Priest spells (5/5/3/2): *command, cure light wounds* (×2), *curse, invisibility to undead; chant, flame blade, heat metal, hold person, wyvern watch; dispel magic, meld into stone, speak with dead; cure serious wounds, poison* (reverse of *neutralize poison*).

Innate spells (all once/day): *dancing lights, detect magic, faerie fire, darkness, levitate, know alignment, detect lie, clairvoyance, suggestion, dispel magic.*

Feeniar's protectors in battle are his war spiders, groomed and led into battle by five quaggoth handlers, bearlike creatures with a natural immunity to poison. Feeniar summons additional spiders to replace any lost in battle. The quaggoth have trained hundreds of spiders and know how to capture and train them. The quaggoth move to obey slowly, and they turn on Feeniar if the svirfneblin are routed. They flee once their master is dead. If treated well and given weapons, the quaggoths' morale improves to Elite (15), and they can even fight to defend themselves. They will not ally themselves with the PCs unless so commanded by the drider.

Quaggoth spider handlers (5): INT low; AL N; AC 6; MV 12; HD 2+2; hp 15, 10, 9, 7, 6; THAC0 19; #AT 2 or 1; Dmg 1d4/1d4 or by weapon type; SA berserk rage; SD immune to poison; SZ L (7'+ tall); ML 11; XP 175; *MM*/298.

Sword spiders (4): INT average; AL CE; AC 3; MV 6, web 8, climb 8; HD 5+5; hp 32, 29, 28, 26; THAC0 15; #AT 2; Dmg 2d4/2d6 per leg (6 for size L targets, 4 for size M targets, 3 for size S); SA impaling leap (+1 to damage rolls for leaps over 20 feet); SZ H (12' diameter); ML 13; XP 2,000; *MM*/326 (Spider).

Feeniar's only treasures are his magical items. The quaggoth carry a few cheap gems given to them by sympathetic svirfneblin.

4. Jade Quarry, Second Visit. If the characters return to this spot, the svirfneblin and Feeniar are long gone, for events move quickly in the Underdark. The warrens are empty except for a small group of ghoul scavengers. They put up little resistance to any PC incursion; instead, they march at full speed to report the problem to the army (area **6**). The 24 **true ghoul footsoldiers** (hp 22 each) here are each armed with long swords and troglodyte javelins. **Ultror** and **Ventifax**, the ghoul officers (hp 34, 27) carry spiked maces and hand crossbows. The crossbow bolts are coated with Type A poison. The ghouls are turned as wraiths.

The scavengers carry three chests of goods plundered from the gnomish

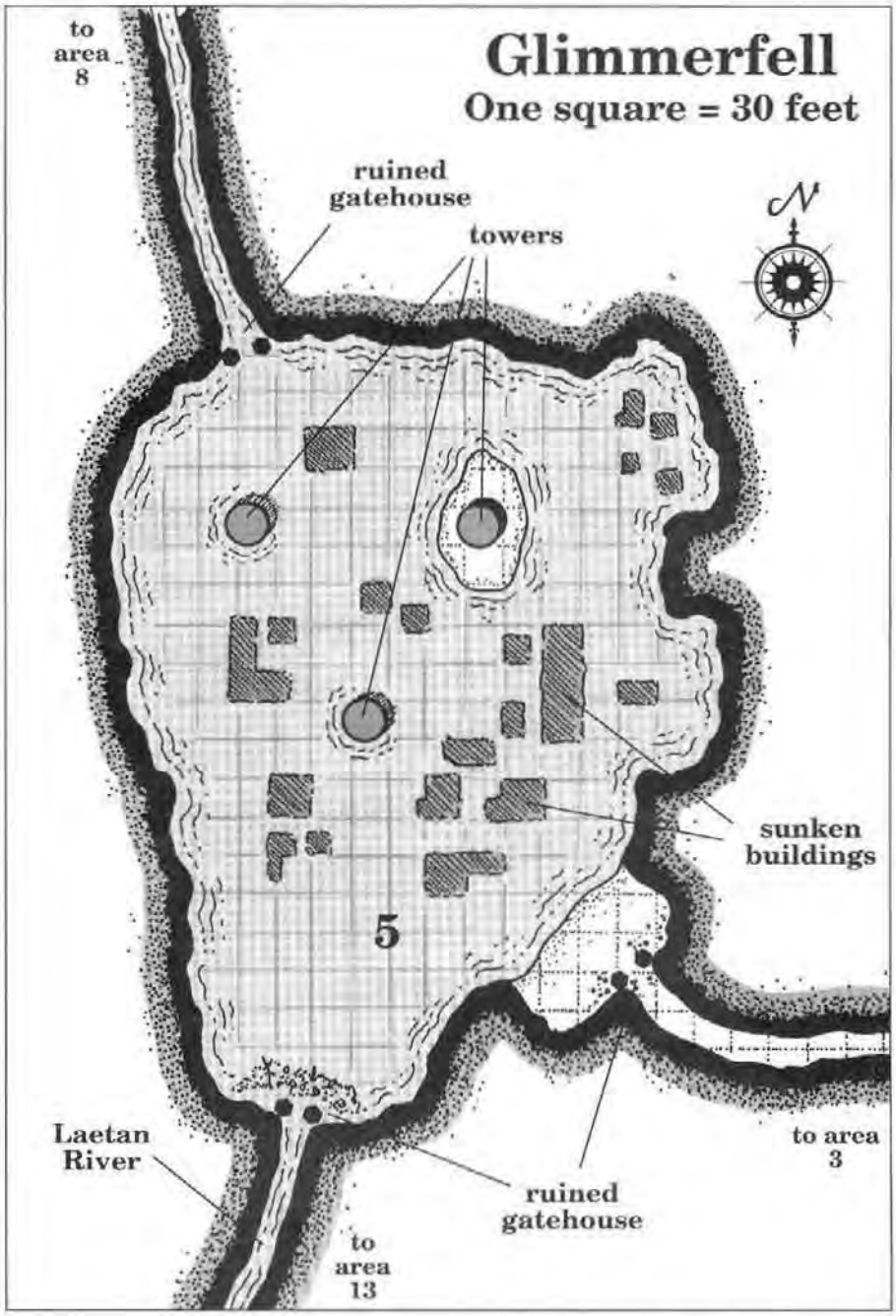
mines, tombs, and halls. The first is protected by a superior lock (–40% to pick) and contains 14 funeral masks taken from the tombs of gnomish royalty. The masks are made of beaten gold and set with emeralds, jet, lapis lazuli and chips of diamond; they are worth 20,000 gp total. The second is unlocked and contains 2,000 cp and a copper pendant enchanted with a *continual light* spell. The third is locked with an average lock and contains 20 ghoul-light torches and a flask of oil for a ghoul-light lantern. Ultror carries the keys to both locked chests.

5. Flooded Glimmerfell. Four months ago, the deep gnome inhabitants of the city of Glimmerfell refused to surrender to the army of the ghouls. In reprisal, the ghouls flooded the city, then ate the remains of those who drowned (see area **8** for details). Now, they've left behind an ally to scavenge whatever is left. Read the following when the party first reaches the cavern's shore:

> The waters of this flooded cavern are faintly lit from below; bluish-white light filters up from the water, so you can see for a hundred yards in every direction. You see a large raft coming into view, poled by a 10'-tall smiling frog.
>
> The strange-looking raft itself bobs and pulses in the glowing water, moving slowly in your direction. The frog creature attempts a clumsy wave, almost dropping its pole in the process. Behind the raft, three large towers reach up to the cavern's ceiling.

The river flowing through the city is called the Laetan. Its waters are cold and black; swimmers quickly become exhausted, even though there is little current in the city itself. If the PCs do not fly through the cavern, they can avoid the cold by using the ferry service provided by the creature approaching them.

The ferryman is a hydroloth named Frellup. He has built his raft by lashing together gnomish and other corpses, providing a grim larder that he sometimes sells piecemeal to the ghoul army (see area **6**). As long as he is treated well (meaning bribed, respected, and not pestered with questions), the hydroloth does not attack the party and takes them wherever they want to go along the river or within the city. His fare is 100 gp per person.



Frellup (hydroloth): AL NE; AC –2; MV 6, glide 12 (E), swim 24; HD 7+14; hp 50; THAC0 13; #AT 3 or 5 (gliding); Dmg 1d8/1d8/1d4/1d4/1d10; SA sleep spit, roll over, innate spells; SD +1 or better weapons to hit; immune to poison, fire, and acid; half damage from water-based attacks; MR 40%; SZ L (10' tall); ML 14; XP 14,000; *Planescape® MCA1*/122.

Spells (innate): *alter self, animate dead, cause disease* (reverse of *cure disease*), *charm person, conjure elemental, create water, darkness 15' radius, dimension door , improved phantasmal force, produce flame, teleport without error, water walk.*

As long as Frellup is paid and left alone, he does no more than he is asked. However, if disturbed with questions, he might land the PCs prematurely (say, at one of the towers), or may dump them off his raft by hopping up and landing squarely on one end of the raft. The PCs can hang on with a successful Strength check, but Frellup can repeat the maneuver once each round, even while defending himself with claws or spells.

If attacked, Frellup commands his raft to defend him. The raft is made of lashed-together zombies that pull creatures into the water, where they can be drowned (see *PHB*, page 121).

Fighting underwater gives the advantage entirely to the yugoloth and his zombies. PCs fighting underwater suffer –4 to their initiative rolls and can use only thrusting weapons. See the *DMG*, page 79, for details on underwater combat.

Zombie raft: AL N; AC 3; MV 3, swim 9; HD 15; hp 81; THAC0 5; #AT 5; Dmg 1d10 (×5); SA drowning; SD half damage from fire; immune to *sleep, charm, hold,* death magic, poison, and cold-based spells; cannot be turned; SZ G; ML 20; XP 9,000; *MM*/373 (zombie, modified).

If the raft is caught by a *dispel magic* or a large destructive spell such as *fireball,* the raft suffers no damage but instead fractures into its component pieces—each of which fights separately as a sea zombie. A gnomish priest can break the raft of gnomish dead into its components on any "turn" or "destroy" result. The zombies cannot be turned otherwise.

Sea zombies (15): AL CE; AC 7; MV 6, swim 12; HD 5; hp 33, 29 (×2), 27, 25 (×2), 23, 21 (×4), 20 (×3), 17; THAC0 15; #AT 1; Dmg 1d10; SA stench, disease; SD cannot be turned; half damage from fire; immune to *sleep, charm, hold,* death magic, poisons, and cold-based spells; double damage from lightning; SZ S; ML 20; XP 420; *MM*/373–374.

While the raft keeps the PCs busy, the hydroloth dives into the river and conjures a water elemental. The elemental is effectively invisible while underwater. It rises up to attack flying PCs only if it has no targets in the water. When attacking at the surface, a roll of 4 or more above the number required to hit knocks a flying PC out of the air and into the water.

Water elemental: AL N; AC 2; MV 6, swim 18; HD 12; hp 58; THAC0 9; #AT 1; Dmg 5d6; SA overturn ships; SD +2 or better weapon to hit; SZ L (14' tall); ML 15; XP 6,000; *MM*/100.

As the PCs explore the cavern, read or paraphrase the following:

> As you look at the wreckage and remains of a once-thriving city, Loftwick seems very far away. After your long trip through the narrow tunnels, you have arrived at the heart of Glimmerfell, deep under the mountains. Two twisted doors lie half-submerged in front of one of the city's great towers; water laps at their rusting iron.

The water glows faintly because it is illuminated by slabs and globes of marret, a glowing stone. Only three towers stand partially above water, thicker at top and bottom, like stalagmites and stalactites that have met in the middle. Each 80' tall tower is 40 feet in diameter and serves as home to a few deep gnomes. Of a city of almost 2,000, about 22 svirfneblin still live in the city. These tough survivors are lying low and scraping by, but they welcome any and all non-ghoul visitors.

Frellup keeps his treasure in the flooded basement of one of the towers. It is secured in a bronze-plated chest, magically locked with a 10th-level *wizard lock*. (The yugoloth's magic resistance allows him to open the chest despite the lock.) It contains 1,000 gp, a carved amber frog pendant worth 1,000 gp, a 100-gp silver amulet shaped like a wizard's rune, and a dwarven slave's collar made of steel but chased in gold, worth 2,760 gp. Finally, the chest holds a ring made of carved emerald in the shape of a winged snake, worth 4,500 gp.

If the heroes explore another one of the towers, read or paraphrase the following:

> Everything inside the tower lies tumbled in heaps: broken bones, torn leather, shattered stone. Only a few magical lights still shine on the wreckage that was once home to hundreds of deep gnomes.
>
> As you stand and examine the wreckage, you hear a timid voice from behind one of the overturned stone tables. A small gnome steps out from behind the tables, his hands open and empty.

The svirfneblin tell the grim story of the attack on the city—if the PCs insist—but they would rather find a safe way out of the city. They accompany the PCs against the ghouls if reunited with the svirfneblin who fled the city (see area **3**).

Svirfneblin survivors (22): INT very; AC 2; HD 3+6; hp 25, 24 (×2), 22, 21 (×4), 20 (×4), 19 (×4), 18 (×3), 17 (×2), 16; THAC0 17; #AT 1; MR 20%; XP 420; hammer or dagger.

The survivors have no treasure. They need food and supplies badly, but they can make do by foraging while traveling. Foraging slows the party's rate of march by half.

6. The Army of the Ghouls. The ghoul sentries at this point stand watch by ghoul-light, so they cannot be surprised by hidden creatures. If the party is surprised, read or paraphrase the following:

> A greenish-yellow light flares in the tunnel ahead, and you hear a shout in a language you don't understand. Thin smoke is filling the tunnel, obscuring your vision, but you see human figures ahead of you, advancing slowly with weapons lowered. More voices echo back and forth, speaking slowly and deliberately.

The sentries are very confident of their army's strength. Instead of fighting, they offer the PCs a chance to surrender first in Ghoulish, then Duergar, then Undercommon. If the PCs surrender, they are marched to the center of the ghoul camp and then eaten. If the PCs won't surrender, the ghouls offer to "allow" them to simply to turn around and leave the ghoul army alone. They have no quarrel with surface dwellers, and they have plenty of food at the moment.

In combat, the ghouls use simple tactics. They use their teeth and claws against most creatures; they reserve their weapons for creatures immune to paralysis, such kuo toans or undead. If the PCs are not caught by surprise, read the following:

> A greenish-yellow light fills the corridor ahead, and a large cavern spreads out behind it. Two human sentries stand to either side of the opening into the cavern beyond; a barricade of spikes of some kind blocks the tunnel. The sentries seem not to have noticed you.

If the PCs wait around talking long enough, one of the sentries gathers a company of 20 zombies, 50–100 ghouls, four officers, a priest, and the Marques. The first wave of attackers tries to capture the PCs through paralysis. If the first wave fails, the Marques retreats to lead a second wave, the same size as the first, plus two rams to break through the party's front rank. The second wave seeks simply to kill the PCs.

Meeting the ghouls' army is extremely dangerous. They are as relentless as locusts, stripping the flesh from everything in their path. The zombies provide a larder for the ghouls—mobile food that doesn't slow down marching soldiers, as well as useful fodder for the battlefield. The ghouls speak their own language as well as Duergar, Drow, and a debased form of Undercommon.

The footsoldiers travel quietly, without the shouting, cursing, or laughter of a surface army. However, they march in lockstep, creating a steady vibration that announces their arrival for miles along every tunnel. This warning is a measure of their arrogance; most races of the Underdark prefer stealth.

At the head of the army march two constructs of the ghouls' necromantic magic: battering rams made entirely of sculpted living flesh, each with 40 legs. Three ghoul officers ride on one; the army's general rides on the other.

The army proper consists of 200 **true ghoul footsoldiers** (hp 22 each), each carrying a long sword, spear, and light crossbow. The foot soldiers are turned as ghasts. The 20 **true ghoul officers** (hp 27 each) are each armed with a mace and are turned as wraiths. In addition, the army is supported by a small troupe of ghoul priests, lead by Belanar, high priest of the ghouls.

Belanar (9th-level true ghoul priest): as other ghouls, but INT high; AC 0; HD 9+9; hp 72; THAC0 9; #AT 3 or 1; Dmg 1d6/1d6/1d8 or by weapon type; SA paralyzation, spells, Strength drain, *animate dead*; turned as mummy; XP 8,000.

Spells: *cause light wounds* (×2), *curse, darkness* (×2), *detect good, detect magic; aid, darkness 15' radius, heat metal, hold person, silence 15' radius; dispel magic, prayer, protection from fire, pyrotechnics, speak with dead; cause serious wounds, divination, tongues; wall of fire.*

True ghoul underpriests (3): as other true ghouls; HD 4+4; hp 26, 23, 21; THAC0 15; SA paralysis, spells, Strength drain; SD turned as mummies; XP 2,000.

Spells: *cause light wounds, darkness.*

Zombies (43): INT non-; AL N; AC 8; MV 6; HD 2; hp 9 each; THAC0 19; #AT 1; Dmg 1d8; SD spell immunity; SZ M; ML special; XP 65; *MM*/373. Zombies always attack last.

Necromantic battering rams (2): INT semi-; AL N; AC 2; MV 9; HD 16; hp 74, 70; THAC0 5; #AT 1; Dmg 2d20; SA crush, trample; SD immune to mind-affecting spells; turned as "special"; SZ G (30' long, 9' tall); ML 18; XP 10,000; New monster.

If a battering ram strikes a foe with a natural 20, it destroys all items carried by the target unless they save vs. crushing blow at –5. When the ram strikes a foe, he must make an ability check equal to half his Strength (percentile Strength counts as 19 for this calculation). If the check fails, the victim suffers an additional 2d10 hp damage as the ram tramples him.

Murliss, Lady of Worms (true ghoul marquess): INT high; AL NE; AC –5; MV 12; HD 8+8; hp 46; THAC0 11 (8 with *long sword +3*); #AT 3 or 1; Dmg 1d6/1d6/1d8 or 1d8+5 (*long sword +3* plus Strength); SA paralyzation, chill touch, summon shadows; SD spell immunities; turned as vampire; SZ M; ML 18; XP 7,000.

Murliss wears *leather armor +3* and *ring of protection +2*, carries a demon-faced *shield +4* into battle, wields a wavy-bladed *long sword of wounding +3*, and has a 17 Dexterity. Her ruthlessness on the battlefield warrants her status as General of the Great Army of the Ghouls. Her army is sometimes also called the Worm-eaten in honor of their patron, Nerull.

The Lady of Worms is not a blood-and-guts general. She retreats if things go against her, and she gladly parleys with the adventurers if she captures them. If Murliss suffers more than 50 casualties, she informs Doresain by speaking to an Eye of the King and asks for reinforcements. If the PCs seek to parley with her, she receives them in her quarters—a tent of black spider-silk enchanted to prevent noise passing from the inside to the outside (worth 2,000 gp). The Lady of Worms is always accompanied by an Eye of the King, which observes the army's progress.

If Murliss is slain, Belanar takes her place as General. If both are slain, the army's morale drops to 14.

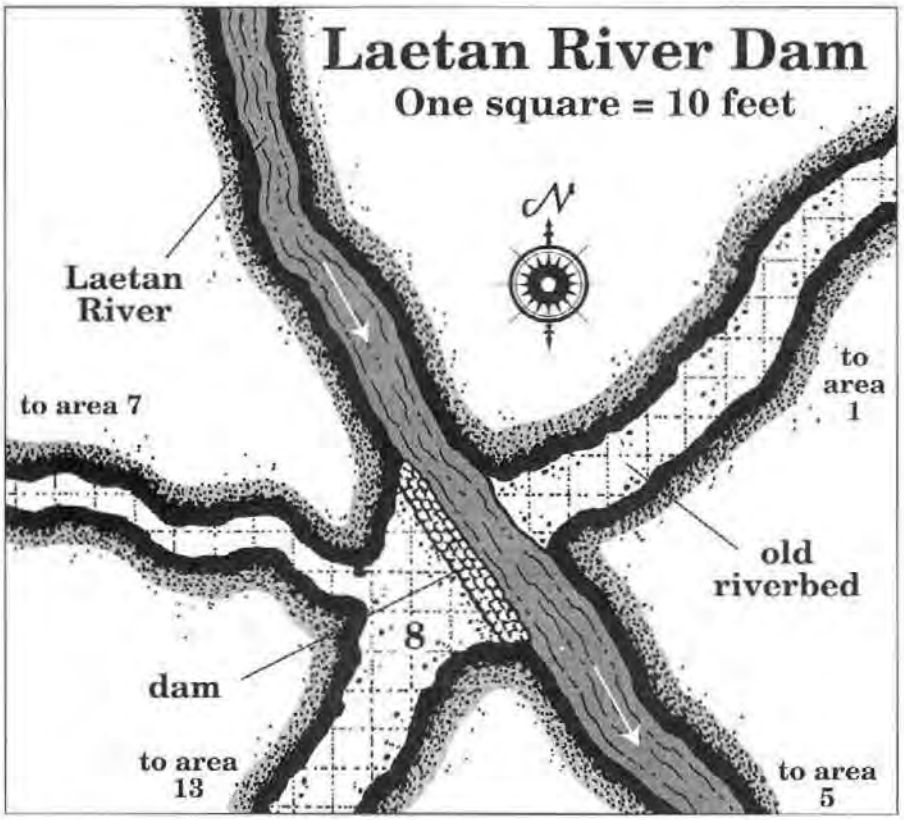
Since the ghoul army is paid in meat rather than in coin, they carry no payroll chest. However, the ghouls do sack each city they conquer; at the moment the officers carry 50 gp each in gems (mostly agates and raw jade) from their conquest of the troglodytes.

7. Sulphurous Springs. Read or paraphrase the following as the party enters this region:

> Masses of a leafless reddish, purple, and black plant grow in the corridor ahead, blocking your way. A slight haze of warm, wet air spoils your infravision, cutting your vision in half. Strange bluish-green pools of water dot the passageway ahead.

The bluish green pools contain water superheated by geothermal vents. They can boil a creature alive in an instant; anyone pushed into a pool must make a saving throw vs. death magic or be boiled alive, suffering 6d10 hp damage each round. If the saving throw succeeds, the victim merely suffers 3d10 hp damage. Fireweed grows near the heat, providing food for the troglodyte tribe. (See *DRAGON Magazine* #227 for details.)

The heat and fog rising from the springs create a very pleasant climate for a tribe of troglodytes. This particular tribe has been fleeing the ghoul army (see area **6**) for some time but has not yet found a new home. The mists of the springs have kept them lingering here for a few days, but they will soon move on again. If



the adventurers return to these caves, the trogs will be gone, leaving behind only trash and broken shards of stone.

Communication with the trogs is difficult, as they speak only their own language. If the DM wishes, *comprehend languages* and *tongues* do not work properly on the trogs because their language depends on scent (as detailed in "The Ecology of the Troglodyte" in *DRAGON Magazine* #235). If the PCs somehow communicate anyway, the troglodytes gladly tell the adventurers about the ghoul army: its current location, numbers, paralyzation powers, and weapons.

Troglodyte warriors (46): INT low; AL CE; AC 5; MV 12; HD 2; hp 16, 15 (×2), 14, 13 (×6), 12 (×4), 11 (×4), 10 (×5), 9 (×7), 8 (×5), 7 (×5), 6 (×2), 5, 4 (×2), 3; THAC0 19 (16 with javelin); #AT 3 or 1; Dmg 1d2/1d2/1d4+1 or 2d4 (weapon); SA javelin; SD camouflage surprises on 1–7 (d8), Strength loss; SZ M (6' tall); ML 11; XP 120; *MM*/348.

Troglodyte leaders (4): as above, but HD 3; hp 18, 17, 12, 11; THACO 18 (15 with javelin); XP 175.

Troglodyte subchiefs (4): as above, but HD 4; hp 24, 22, 21, 12; THACO 17 (14 with javelin); XP 270.

Troglodyte females (43): as above, but MV 15; HD 1+1; hp 9 (×4), 8 (×4), 7 (×6), 6 (×3), 5 (×8), 4 (×5), 3 (×6), 2 (×7); THAC0 19; XP 65.

The tribe's 12 surviving hatchlings are noncombatants, but the females will fight to the death to protect them. Any attack on the hatchlings give the females +2 to attack and damage rolls.

The tribe has no treasure, but if approached peacefully or offered food they happily ally themselves with the PCs against the ghouls. If the PCs make a Charisma check at –6, the trogs accompany the party against the ghouls, adding 150 HD to the army's total.

8. The Riverbed. The ghouls built a dam here to divert the River Laetan from its usual course. The river runs in from the north-west and exits by the south-eastern tunnel, following the new channel directly into the svirfneblin city of Glimmerfell (area **5**). The city itself is flooded and destroyed as a result of the dam.

> You arrive at the shore of an underground river at the intersection of three tunnels; the river flows swiftly and coldly from the north. A dam of grayish-brown stone fill most of the souther tunnel, diverting the water from it into the south-eastern tunnel. The dam's mortar is black as tar.

The dam was built by the ghouls with the cloakers' cooperation. The stones were carved by ghoul masons, but the mortar holding them together is the shadow-stuff of the cloakers. While this provides strong cement for the dam, it can be dissolved by sunlight or *continual light* spells. Each *continual light* creates a tiny leak, with a 5% cumulative chance of bursting the dam. *Stone shape*, *dig*, and similar spells have no effect on the unnatural shadow-stuff. If the PCs destroy the dam, the river reverts to its former course, and the city of Glimmerfell slowly dries out.

The river used to run through the tunnel leading south from this intersection, and traces of its passage are still visible. The old riverbed is littered with rounded stones, a few dead fish, and long stretches of silt and muck. If the PCs follow the empty riverbed, they eventually arrive at the Great Chasm of the cloakers (area **13**), where the river once plunged into the depths. Now the tunnel merely provides a good view of the new waterfall.

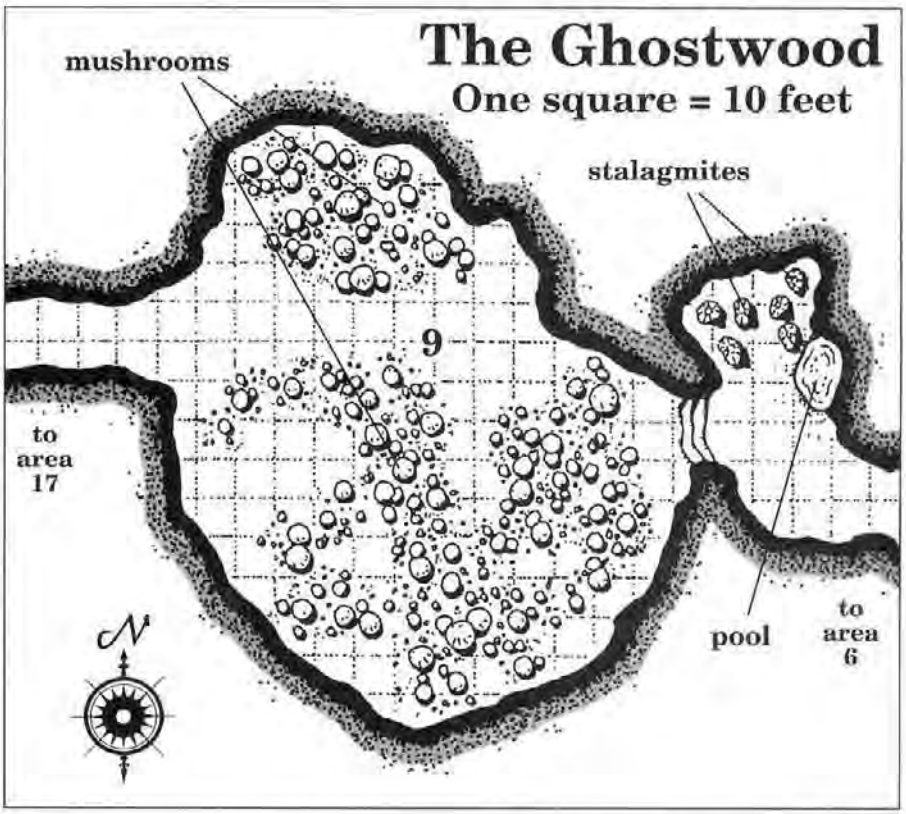
9. The Ghostwood. This haunting forest is avoided by most creatures of the Underdark, despite the plentiful food supply it provides and the large tunnels leading to and from it. Read the following when the party enters the cavern:

> The tunnel expands into two caverns—a smaller, stalactite- and stalagmite-filled cavern, and a larger cavern filled with strange vegetation. Two natural stone steps lead down from the smaller cavern to the larger cavern.

The only useful resource in the smaller cavern is a pool of clear, cold, drinkable water that bubbles up from a natural spring.

Read the following when the party approaches or enters the larger cave:

A constant dark breeze groans through the tunnel from the mushroom forest spread out before you. The forest cavern itself extends up into darkness and out beyond your vision to either side. You can see something flitting among the trunks of the tallest fungi, something small and erratic, like a bat. As it approaches it gathers speed, and strikes—a black dagger plunging straight at you!



An undead beholder named Cirosean wields the dagger using his telekinetic eye. Cirosean floats near the 40' high ceiling. The Ghostwood is named after the ghostly dagger; no creature of the Underdark knows what invisible hand holds the dagger's hilt. The dagger is not an ordinary drow dagger—it is a *black dagger of disaster* named *Heart of Angrimm*, for the drow city where it was forged.

The black dagger destroys any magical barrier it touches; it absorbs all spells cast directly at it. When it hits, it inflicts 2d6 hp damage; on a roll of a natural 20, it functions as a *disintegrate* spell unless the target creature saves vs. death magic. It can be defeated by a *dispel magic* (which renders it inert for 1d4 rounds), by an *anti-magic shell* (which it cannot pass), or by destroying Cirosean's telekinetic eye.

Cirosean (undead beholder): INT semi-; AL LE; AC 0/2/7; MV fly 2 (C); HD 69 hp; THAC0 7; #AT 1; Dmg 2d4; SA *sleep, telekinesis, flesh to stone, charm monster, slow, cause serious wounds,* and *death ray* eyes; SD anti-magic ray; SZ L (6' diameter); ML 18; XP 13,000; *MM*/21 (beholder).

Cirosean was made undead by Andeve, a drow sorceress of 400 years ago; he has defended the ghostwood ever since. Cirosean is an almost entirely mindless creature; he obeys Andeve's orders and has few thoughts of his own. He has lost the use of his *charm person, fear,* and *disintegrate* eyes.

If the PCs flee from the beholder, they are approached by its master. Andeve is a drow warrior dressed in fine armor—ghostly and transparent in bright light, but seemingly solid (and cold) to infravision. Once a drow queen, Andeve was slain by the ghouls 50 years ago, while out hunting cloakers for sport. Since then she has been condemned to stay in the Ghostwood, the site of her death.

Andeve hates her confinement and cooperates with anyone who can harm the ghouls. This isn't to say she's an easy ally—she constantly rambles on about the early days, when "I and my warrior maidens took Angrimm from the dwarves by storm, feeding them bits of their own hearts and flinging them from the parapets just to watch them die." This may get on PC dwarves' nerves, but even worse is her habit of humming to herself, then singing, and finally wailing in her anger and despair, killing creatures within listening distance. She'll stop if prompted, but she starts humming again as suddenly as she stops.

Andeve (drow banshee): INT exceptional; AL CE; AC 0; MV 15; HD 7; hp 32; THAC0 13; #AT 1; Dmg 1d8; SA sight causes *fear,* death wail; SD +1 or better weapon to hit; MR 50%; SZ M (5' tall); ML 13; XP 4,000; *MM*/13.

If the PCs parley with Andeve, she tells them all about the city of Kilenor and its immense treasures (the crown of sapphires, the arches set with golden runes, the levitating treasures of the great library, the halls of blackest darkwood, and the braziers of adamantite—elaborate as much as you like). All of these but the library were plundered by the ghouls 50 years ago. If the PCs break the banshee's link to the Ghostwood (by a successful turning attempt), she immediately heads for the city, moving with the unnatural speed of the undead (see area **10**).

The banshee's treasures are hidden in a rusted iron casket beneath the cavern's mulch. The casket contains 10,000 sp, 1,000 gp, six oddly green 100 gp pearls from the Sunless Sea (worth 1,000 gp to creatures of the Underdark), *brigandine armor +1,* and a *shield +1, +4 vs. missiles.*

10. Angrimm, Lost City of the Drow. This cavern once contained a deep dwarven city named Angrimm. Four hundred years ago, the drow stormed the city and drove the dwarves away. They renamed the city Ylesh Nahei, meaning "stolen prize," but every other race continued to call it Angrimm, as eventually did the drow themselves. Fifty years ago, the drow were ejected by the ghouls, and

"She was exquisitely formed and endowed with the loveliness of some female demon … She was feared by many and her ill will was deemed a dangerous thing."—Clark Ashton Smith, "The Witchcraft of Ulua"

the drow city was almost entirely reduced to rubble.

A single red tower veined with soft red cinnabar still stands near the center of the 100' high cavern. Called the Red Keep, this tower contains the archives of the city, guarded by its librarians from the days of the drow. The light on top of the tower doubles the effective range of all infravision for all creatures in the cavern. Read or paraphrase the following:

> The cavern before you stretches into darkness, dimly illuminated by a strange reddish light. The light comes from the top of a tall red tower that stands in the center of the great sepulchre, surrounded by rubble and stony debris.

The librarians are a mated pair of deep dragons, Teskin and Rendmaw. Teskin always keeps guard inside the portal leading into the tower, using a small porter's window to question visitors in her drow form. Rendmaw keeps watch from the top floor of the tower, also in drow form. Only visitors bearing bribes are allowed in; acceptable bribes include proof of having slain a noble ghoul (such as a head, or Murliss's armor from area **6**), a magical item, a valuable book or scroll, or any assortment of jewels and jewelry worth at least 5,000 gp. In exchange for this fee, the drow librarians bring their visitors the books they request but do not allow them into the library proper on the upper stories.

Teskin and **Rendmaw** (old deep dragons): INT exceptional; AL CE; AC –4; MV 12, fly 30 (C), burrow 6, swim 9; HD 18; hp 91, 75; THAC0 –4; #AT 3+special; Dmg 3d4+8/3d4+8/3d8+8; SA flesh-corrosive breath weapon (16d8+8), spells, fear aura within 30 yards, constriction for 3d8; SD regenerate 1d4 hp/4 rounds; sense invisible creatures within 80 feet; *clairaudience* within 160 feet in lair; *true seeing, detect magic;* immune to *sleep, charm,* and *hold*; resist heat and cold (–3 hp/die of damage); MR 40%; SZ H (55' and 65'); ML 18; XP 16,000 each; *MM*/82 (dragon). They cast spells as 17th level mages.

Teskin's wizard spells (4/2/1): *charm person, spider climb, taunt, wall of fog; bind, web; lightning bolt.*

Priest spells (1): *cure light wounds.*

Rendmaw's wizard spells (4/2/1): *alarm, enlarge, shocking grasp, spider climb; hypnotic pattern, web; haste.*

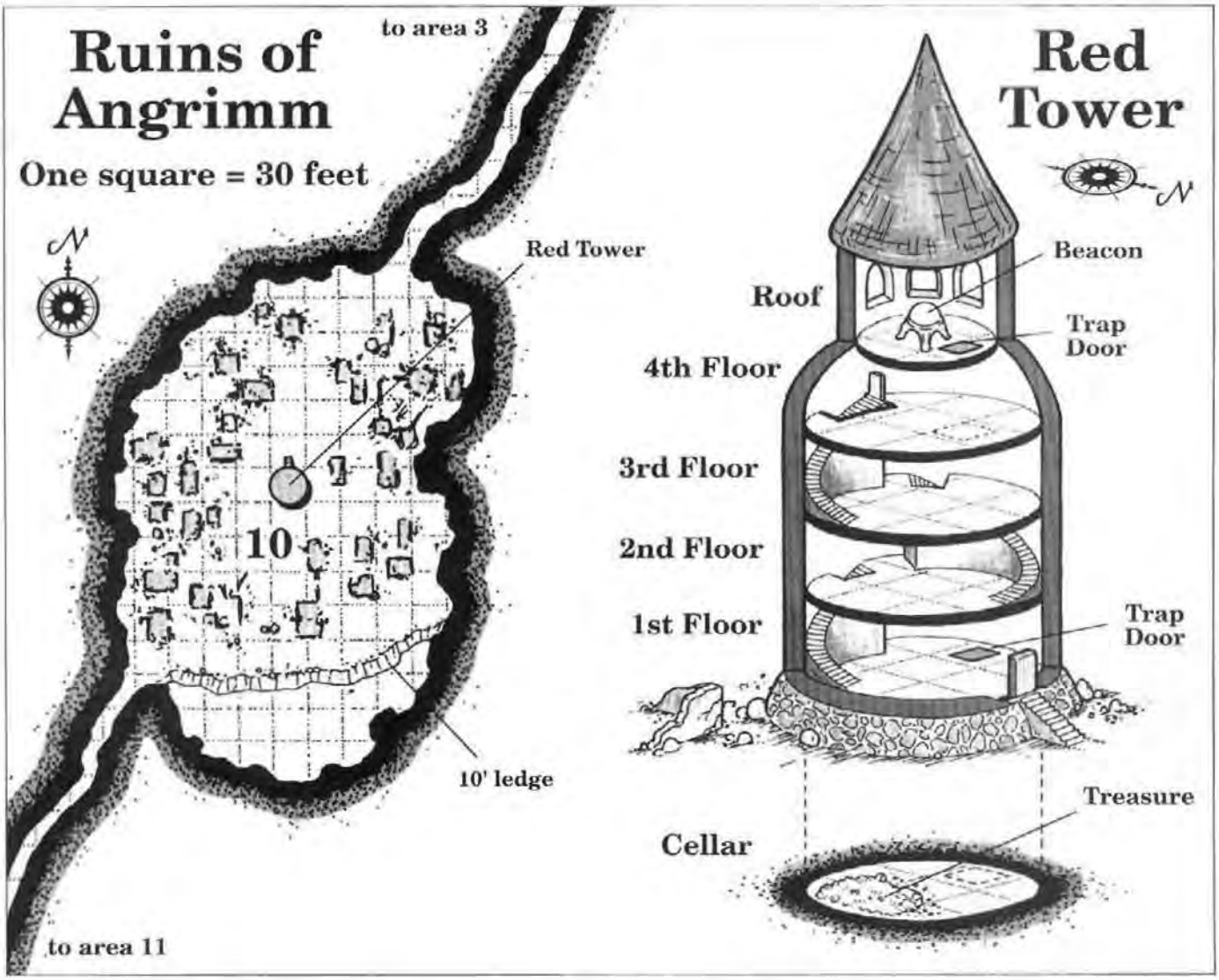
Priest spells (1): *sanctuary.*

Innate abilities: assume snakeform (4 times/day), assume human form (4/day), *free action* at will, *levitate* (3/day), *transmute rock to mud* (3/day) and *telekinesis* (3/day).

Within the tower, the dragons levitate to stay up near the ceiling and attack using their flesh-corrosive breath weapon, so as not to harm the books and scrolls. When pursuing PCs outside the tower, the dragons use *spider climb* to attack from the ceiling and to run corkscrew-wise along the tunnel walls. Their free action ability allows them to cast *web* and then freely attack anyone caught in them (these attacks automatically succeed). Finally, Teskin's *wall of fog* creates an thick haze—but the deep dragon's *true seeing* allows them to see through it freely.

The tower archives themselves are 55' tall and 30' wide, with a roof and four floors. The ceilings are 15' high. The roof holds the infrared beacon and a door leading to stairs that spiral down the inside of the tower. The top floor contains flat, narrow shelves for maps, charts, and other large documents. The third floor contains books and scrolls, the second holds unbound folios of notes, sketches, and research scribblings. The first floor is empty except for a chair, lantern, and rug. The rug covers a large trap door leading down to the cellar.

The dragons keep their treasures in the cellar, and they will kill anyone who so much as looks at it. Their hoard includes 9,000 cp, 20,000 sp, 7,000 ep, 4,000 gp, 18 100-gp chunks of carved jade, 13 1,000-gp sapphires, two enormous gold candlesticks (3,000 gp each), one silver-plated



chest (worth 2,500 gp, locked with a superior lock, –40%), a bronze helmet set with jet (400 gp), a scroll (*change self, alter self, improved phantasmal force,* and *shades*) a *halberd +1, chain mail of blending +4,* and eight *hand crossbow bolts +1.* The silver chest contains a bolt of finest black silk (500 gp) and four potions (*extra-healing, longevity, treasure finding,* and *oil of disenchantment*).

If the PCs gain the trust and cooperation of the dragon librarians, the dragons offer the party a greater treasure than their gold and magic—a clue to the power that created the true ghouls. They tell the PCs the tale of the seven mages (from the adventure background), and detail the ghoul's link to the Negative Plane through the Orb of Shadows. They also explain that the link can be broken by a *dispel magic* spell or by shining pure sunlight on the Orb until it cracks into pieces.

The dragons' treasures are only the tower's most obvious wealth; the archives contain the plundered knowledge of a dozen races of the Underdark. The library includes works in the crabbed and spidery writing of the drow, dwarven runes, svirfneblin mining treatises, and even the oddly slithering writings of the illithids, written on strangely slippery scrolls. Any literate PC searching for information may have trouble reading even the Undercommon documents, but a small set of books bound in black leather address the subject of the true ghouls and their special forms of necromancy. These books are called the *Libram Putrescentia*, or the *True Word of the Lord of Decay* (to use its full title). When opened, each volume of the Libram releases a cloud of foul-smelling dust. Any PC reading the *Libram Putrescentia* learns the following:

❖ Giant scarab beetles are the bane of the undead, especially shadows and vampires. They generate light brighter than the sun's. The drow once tried to exterminate them, but a few still live in the Cloaker Rift (area **13**).

❖ Common ghouls are nothing but scavengers, but true ghouls are priests of Nerull with a link to the demiplane of Shadow or the Negative

elemental plane. They can create enormous undead siege engines.

❖ Kuo-toans are valuable allies against true ghouls, for two reasons. They are immune to paralyzation and, just as importantly, they are cold-blooded and thus cannot be made into ghouls themselves.

❖ True ghouls depend on a link to the Negative Material Plane for their power; without it, their empire would crumble. Once, a cabal of great mages attempted to steal this power for themselves, but they were unsuccessful (see "Adventure Background").

Anyone reading the entire set of books is subject to a blessing placed on the *Libram Putrescentia* by its creator, gaining infravision to 30 feet, or adding 30 feet to the range of any infravision they already have. The blessing lasts until the recipient stands in full daylight.

11. Fishbelly Spit. This kuo-toan outpost was abandoned 10 years ago during the war with the aboleth. It is now the occasional spawning ground of skum and aboleth, but otherwise it is abandoned.

The port is still in remarkably good shape; a drow vessel is still tied up at the wharf, its ghoul crew long since fled. The kuo-toan shrine, rarely visited by pilgrims, is still standing. Read or paraphrase the following:

> A single black ship with a grotesque figurehead and a furled black sail rides on the waters, tethered to a wharf that projects from the end of the tunnel. To either side of the wharf is a strand of small rounded stones; to your right is a small building, to the left a cluster of stone huts. Carved out of the north wall is a strange statue, resembling a human figure with an octopoid head and lobster claws.

This ship first appeared in module D3: *Vault of the Drow*. The ship's figurehead is an enchanted tanar'ri guardian; unless Lolth's name is invoked when the ship is boarded, the demon animates and attacks the boarders. The tanar'ri is a runt and a coward, but it fights for its freedom. If slain while free of the ship's prow, it returns to the Abyss, rather than becoming a figurehead again. Once its guardian is slain, the ship can readily be sailed over the Sunless Sea to several destinations, most likely the coastal outpost of the ghouls, or Folassisshuo, the city of the kuo-toan emperor-saint (located southward, beyond what is shown on the map).

Crumhorn (glabrezu): INT exceptional; AL CE; AC –7; MV 15; HD 10; hp 36; THAC0 11; #AT 5; Dmg 2d6/2d6/1d3/1d3/1d4+1; SA grab; SD +2 or better weapons to hit; tanar'ri immunities; MR 50%; SZ H (15' tall); ML 14; XP 12,000; *PLANESCAPE MCA1*/101 (tanar'ri).

Innate spell abilities: *burning hands, charm person, darkness 15' radius, detect magic* (always active), *dispel magic, enlarge, infravision, gate* (50% chance of success), *mirror image, power word stun* (7/day), *reverse gravity, teleport without error, true seeing* (always active).

Deep within the ship's hold is a steel chest protected by an average lock; the ship's treasures were abandoned during the panicked battle against the ghouls. The chest holds a bolt of violet-gray spider silk (worth 1,000 gp) and hundreds of carved shell offerings for Blipdoolploop, the kuo-toan sea goddess (1 cp each).

12. The Sunless Sea. The black waters of the Sunless Sea reach uncharted depths, and tunnels and side caverns connect its waters to distant regions of the Underdark. The surface of the sea is relatively calm, and never troubled by storms or tides. Mild winds blow from one end of the great cavern to another, and "reefs" of stalagmites and cave-ins break up the surface. As far as the PCs are concerned, there are only four possible destinations: the drow outpost at the delta of the Svartjet at the western end of the sea, the kuo-toan island-city in the center of the sea, the kuo-toan shrine on the southern shore, and the ghouls' outpost on the northern shore.

Kuo-toa (12): INT high and up; AL NE; AC 4; MV 8, swim 18; HD 2; hp 16, 15, 14, 11, 10, 9 (×4), 8 (×2), 7; THAC0 19; #AT 1 or 2; Dmg 1d4+1 and by weapon type; SA harpoon, glue shields; SD see invisible and ethereal creatures; immune to poison, illusions, and paralysis; half damage from electricity; SZ M; ML 13; XP 175; *MM*/215–216.

The kuo-toans are only too happy to tell the PCs where the ghoul coastal outpost is (area **18**) and might even escort them there. In addition, they warn the PCs about the spying abilities of the Eyes of the King. If the PC speaking to the kuo-toans makes a successful Charisma check, they join the expedition against the ghouls. Add 48 HD to the party's makeshift army; the extra hit die values reflects the fish-men's immunity to the ghoul's paralysis.

13. The Cloaker Rift. As its name suggests, the Cloaker Rift is home to an enormous nation of cloakers. They rule the entire rift, preying on all other creatures that live there.

Many tunnels lead into this enormous abyss, which is up to three miles wide and up to 1,000 feet high. Cracks and tunnels lead down from the surface to the rift, and provide precious air from the surface. These entrances are largely impassable and are not marked on the map. Most entrances to the rift are more mundane tunnels; each is marked with its altitude. The party can use ropes and spikes to climb along the rift's tiers and ledges along the southern rim to the Cloaker City (see "The City of Echoes" below).

The rift is divided into three habitable zones: the air, the ledges and walls, and the rift floor beneath its blanket of mist. Each of these areas is described in greater detail below.

Visibility above the mist is 90 yards because of the pale glow that comes from a layer of clouds below. The mist glow comes from the intermittent light shed by giant scarab beetles, who live in the perpetual fog of the rift floor.

When the party enters the rift from one of the tunnels, read or paraphrase the following:

> The tunnel ends abruptly ahead of you, and beyond lies a vast chasm of black air and wind. The wind makes a howling noise as it leaves your tunnel, and a sharp breeze rushes past you, pushing you toward the edge. Just within your sight, a waterfall falls over the ledge into the darkness from a tunnel on your right. Below you is a layer of mist that flickers with light from below.

At the eastern end of the rift, the cataract of the River Laetan falls into the cavern at the Grand Cascade, a thin 200' waterfall. At the western end lies the city of the ghouls (area **20**). At every entrance and exit to the rift, a cloaker sentry lies hidden, surprising on a roll of 1–5 on 1d10.

Cloaker sentry: INT high; AL CN; AC 3 (1); MV 1, fly 15 (D); HD 6; hp 22; THAC0 15; #AT 2 + special; Dmg 1d6/1d6 and 1d4 + target's AC; SA unease, fear, weakness, *hold person*; SD manipulate shadows; SZ L (8' long); ML 13; XP 1,400; *MM*/44.

If faced with superior numbers, the cloaker tries to create as many shadow images as possible and flee. If a sentry escapes, it gathers a raiding party and returns in 2–8 turns to attack in force. All but one of these cloakers will attack; the last one uses its groaning and shadow manipulation powers to aid the others. Raiding parties are led by a cloaker lord named Sloon'dahs 10% of the time; the cloaker lord's statistics are given in "The City of Echoes," below.

Cloaker raiding party (8): as above, but hp 36, 30, 29, 25, 23, 21, 17, 15.

If a PC falls into the abyss during combat with the cloakers, he suffers normal falling damage. Regardless of whether he lives or dies, he is knocked unconscious if he fails a saving throw vs. death magic; while unconscious, he might be dragged off by the creatures living below the mists. Down at the bottom of the chasm live a number of creepy crawlers, from great purple worms and giant scarab beetles to obscure molds and insects.

The beetles are harmless unless attacked, but their light-producing powers make them dangerous to drow and undead. The worms attack whenever hungry.

Giant scarab beetles (1–3): INT low; AL NG; AC 3; MV 6, burrow 1, jump 12; HD 6; hp 34, 29, 25; THAC0 9; #AT 1; Dmg 2d6; SA flare (dispels magical shadows and *darkness* within 10 feet; inflicts 1d6 hp damage/round to shadow creatures); SD jump; SZ L (12' long); ML 14; XP 420; *Dragon Magazine* #227/23.

Purple worms (1–2): INT non; AL N; AC 6; MV 9, burrow 9; HD 15; hp 71, 64; THAC0 5; #AT 2; Dmg 2d12/2d10; SA swallow whole, poison; SZ G (25' long); ML 12; XP 13,000; *MM*/364 (worm).

Neither the scarab beetles nor the cloakers carry any treasure; one of the purple worms has 1d10 100-gp gems in its gullet.

The Black Lake

A large freshwater lake lies among the mists at the bottom of the rift. Read or paraphrase the following as the party approaches:

> Motionless black water runs onto a slick, stony shore. The water smells of decay, and the strange plants surrounding the water burn with a pale reddish glow. A cold wind blows from above.

The water here is foul with the wastes and bones carried downstream by the river from Glitterfell. The reddish glow comes from algae that clog the black lake.

The lake lies beneath a great airshaft leading up to the surface. Some water reaches the lake this way, but even more importantly, the shaft is a conduit for fresh air. The wellshaft's enchantments pull cold mountain air down to the lake, dispelling the mists. Cloaker patrols are frequent here, reinforcing their claim to this source of fresh air.

The City of Echoes

The cloaker city is an upside-down aerie that resembles an enormous stalactite hanging above the great chasm. Rumors claim that the city's tunnels go beyond the stalagtite into the stone above, but these tunnels are known only to the cloakers themselves—other races must rely on the unverifiable tales of illithid raiders.

The city's outer halls have been visited by various ghoul ambassadors; they are filled with dark mists and strange lights that the cloakers find pleasing. The cloaker city contains may treasures, including items stolen from the illithids. If the PCs seek to explore the city, the DM is encouraged to expand on this encounter.

The city is invisible from the rift walls or floor, hidden by the darkness. Read the following if the party flies within 400 yards of the city:

> Ahead of you, a 150' stalactite of dark grey stone hangs among the smaller stalagtites. The surface of the gray stalactite is crawling with cloakers; hundreds more cloakers are hovering in the air all around it. As if that weren't enough, three enormous creatures, each easily 100' long, float near the city. These larger creatures look like long, puffed-up purple worms, with tiny shimmering wings in rows on either side.

The city is always surrounded by a small cloud of cloaker guards and travelers as well as the cloaker's strange beasts of burden. These flying balloon creatures, called floaters, are enormous floating gas-bags ranging from 20 to 100 yards long, and up to 20 yards in diameter.

Cloakers (4–400): INT high; AL CN; AC 3 (1); MV 1, fly 15 (D); HD 6; hp 27; THAC0 15; #AT 2 + special; Dmg 1d6/1d6 and 1d4 + target's AC; SA unease, fear, weakness, *hold person*; SD manipulate shadows; SZ L (8' long); ML 13; XP 1,400; *MM*/44.

Floaters (3): INT low; AL N; AC 5; MV 1, fly 26 (E); HD 16; hp 74, 73, 71; THAC0 5; #AT 1; Dmg 1d12; SD immune to poison and mind-affecting spells, explode; SZ G (80–200' long); ML 13; XP 9,000; New monster.

If the party gets past the small flocks of cloakers at the fringes of the city, they must still get past the city's Warding Song, a great barrier of sound created by a cloaker choir. The Warding Song has a maximum range of 300 yards and inflicts damage depending on the proximity of the listener. Anyone within 300 yards suffers 1d6 hp damage without a saving throw and must make a saving throw vs. poison or be affected as if by a *slow* spell. Anyone within 150 yards suffers an additional 2d6 hp damage and must make a second saving throw vs. poison or suffer a second *slow* spell. Finally, anyone within 50 yards suffers 4d6 hp damage and must make a third saving throw or be affected by *fear*, fleeing away from the source of the Warding Song.

If the PCs somehow get inside the city, the going isn't any easier. The city's architecture is impassable to nonflying creatures; hovering cloakers have no trouble going up vertical shafts, but other races have never

mounted a successful attack on the city. The mammoth stalactite is magically reinforced with material from the Demiplane of Shadow; attempts to destroy the stone itself have proven futile. At the center of the city lies the hall of the cloaker lord.

It is generally known that the cloakers are allies of the ghouls against the illithids, for the cloakers and mind flayers have fought a silent, genocidal war for centuries. The PCs gain no information about the ghouls here, though they might find allies to go illithid-hunting.

The PCs can request an audience with the cloaker lord, but it cannot be persuaded to betray the ghouls without some great benefit to his own people or assurances that the illithids will not simply take advantage of the ensuing chaos to destroy the cloakers utterly. However, a gift of food, exotic surface goods, or magic can convince the cloaker lord to let the party pass in peace, or even with an escort of hundreds of cloakers.

Sloon'dahs (cloaker lord): INT genius; AL CE; AC 1 (–1); MV 1, fly 24; HD 22; hp 121; THAC0 1; #AT 2+1; Dmg 3d12/3d6 and 2d6+target's AC; SA howl; SD shadows; SZ H (60' wingspan); ML 20; XP 18,000; *MM*/44 (variant).

The cloaker lord is attended at all times by an honor guard of 20 **cloakers** of maximum size (hp 48 each). The remainder of the lord's followers can reach it within 1d10 rounds; anyone attacking Sloon'dahs will be pursued all the way to the surface.

15. Eastern Outpost. The ghouls' newest outpost was established after they overran the troglodyte warrens that once occupied this cavern. The same space now serves as a treasure-house and staging area for future raids. However, the outpost has no fixed army at the moment, only bearers who pack and carry away the meager treasures plundered here.

The bearer's are commanded by Marquis Gillich and his aide, the treasurer of the ghouls. If captured, the nobles try to buy their lives by spilling the secret of the ghoul treasury (see area **20I**). However, they don't know about the glyph protecting the treasures.

Marquis Gillich, Lord of Salt (true ghoul): INT exceptional; AL NE; AC –3; MV 12; HD 8+8; hp 52; THAC0 11; #AT 3 or 1; Dmg 1d6/1d6/1d8 or 1d8+4 (battle axe form of the *rod of lordly might*; 26 charges); SA paralyzation, Strength drain, summon shadows; SD spell immunities; turned as vampire; SZ M; ML 18; XP 4,000; *rod of lordly might* (16 charges).

Findell (true ghoul treasurer): INT average; AL NE; AC 4; MV 12; HD 4+4; hp 34; THAC0 15 (11 with mace); #AT 3 or 1; Dmg 1d6/1d6/1d8 or 1d6+5 (drow mace); SA paralyzation, Strength drain, summon shadows; SD spell immunities; turned as wraith; SZ M; ML 16; XP 1,400; *footman's mace +4*, hand crossbow.

The 30 **ghoul bearers** (hp 29, 27, 26, 25 (×2), 24 (×4), 23 (×5), 22 (×6), 21 (×5), 20 (×3), 19, 18) are cowards who fight only briefly before running off. Make a morale check (14) every round; if it fails, the bearers all flee.

The ghouls gather treasure as much for status as for its intrinsic value; as undead, they have little need for money. The treasures include an illithid skull, 20 fine obsidian chunks (10 gp each), a small pile of 200 cp, a slightly larger pile of 200 sp and 250 gp, an orcish nose-ring inscribed with runes that read "pull me" (worth 20 gp), a 3' tall blue statuette of Blipdoolploop (carved in lapis lazuli and worth 4,000 gp), a scalp from a goblin shaman, a *necklace of missiles* that looks like a simple twine necklace set with chips of stone and nine bells (the bells are the missiles: one 8-HD, two 6 HD, two 4 HD, and four 2-HD), 40 troglodyte javelins, 24 tanned troglodyte hides, and a suit of duergar *plate mail +3*, sized to fit any dwarf.

16. Ashen Outpost. This outpost is the home of a ghoul smithy; the noise of forgework can be heard from roughly a mile away through the tunnels. The outpost itself is only lightly defended by the Marquis of Ashes and his followers. Read the following when the party investigates the hammering and reaches the outpost:

> Bright blue sparks leap from a forge in the tunnel ahead; ghouls pump the bellows and work a strange, purplish metal. A few guards in Keoland dress are watching small green lights float around the ceiling, swooping and diving like swallows. A man in a turban and plate mail is shouting orders; his black shield bears a skull and sickle insignia.

The outpost is currently home to a ghoul patrol as well as the Marquis' guards. The Marquis himself is a swarthy man who once lived in Ket but who he has long since become a creature of the Underdark. He speaks Ghoulish, Undercommon, and archaic Common. The skull-and-sickle on his shield is the unholy symbol of Nerull; Yosef is a true believer.

Marquis Yosef von Linden, Lord of Ashes (true ghoul): INT high; AL NE; AC –4; MV 12; HD 8+8; hp 55; THAC0 11 (10 with *scimitar +1*); #AT 3 or 2; Dmg 1d6/1d6/1d8 or 1d8+1/1d8+1 (with *scimitar +1*); SA paralyzation, *chill touch*, summon shadows; SD spell immunities; turned as vampire; SZ M; ML 18; XP 4,000; *scimitar of speed +1, ring of protection +3*, full plate, *shield +1*.

The Marquis commands a contingent of 29 true ghouls. Twenty of them are out scouring the tunnels and return in 1d6 turns. The remaining nine stay with the Marquis and are positioned as shown on the map.

The 29 **true ghoul soldiers** (hp 36, 34, 31, 29 (×3), 28, 27, 26 (×5), 25 (×3), 24 (×3), 23, 21 (×4), 20, 19 (×2), 18 (×2)) all carry scimitars and short bows, rather than the usual ghoul weapons. They are all Keolanders and Yeomen captured from the surface and transformed into ghouls. The Lord of Ashes prefers undead of his own kind.

This outpost is also a staging area for the Eyes of the King; the Eyes are released here to scour the passageways for enemies or intruders. Hundreds of them are resting along the walls of the central forge room and the shrine to Nerull to the east; if attacked, they scatter into the north and south tunnels.

The Marquis' chamber, located west of the smithy, is empty save for a pile of six mountain dwarf corpses that Marquis Yosef keeps as his personal food supply.

17. Blood-drinker's Hall. No map is provided for this outpost, which lies close to the tombs of the marquis (area **19**) and Kilenor, City of the Ghouls (area **20**).

Captured dwarves are kept here as skilled labor, sculpting statues, tunnels, even entire caverns to the desires of the Ghoul Lords.

Mountain dwarves (15): INT average; AL LG; AC 10; MV 6; HD 1+1; hp 5 each; THAC0 19; #AT 1; Dmg by weapon type; SD +4 to saves vs. poison, spell, and rod/wand/staff; SZ M; ML 8; *MM*/94–95.

The dwarves are watched by three **true ghoul overseers** (hp 25, 23, 20). The overseers carry both staves and clubs. As long as the dwarves provide skilled labor, they are kept alive. The overseers make it clear that those who don't work quickly and well become food for the ghouls.

The ghouls report to two vampires, Res and Alena Hundeval. In the Underdark, the vampires are not constrained by the sun, but they must work harder to gain blood. Since ghouls feast on a bloodless corpse as readily as a blooded one, the vampires have formed an alliance with the conquering undead. They hope someday to be taken into the ranks of the ghoulish noblity, but so far these attempts have been thwarted.

Built on derro ruins, the outpost itself is cramped and small, though the ghouls don't mind. The ghouls' tunnels are cloaked in layers of *continual darkness* spells, placed here by ghoul priests. The vampires and ghouls just sniff their way to their prey; creatures not used to fighting blind have a harder time of it, suffering –4 to their attack rolls.

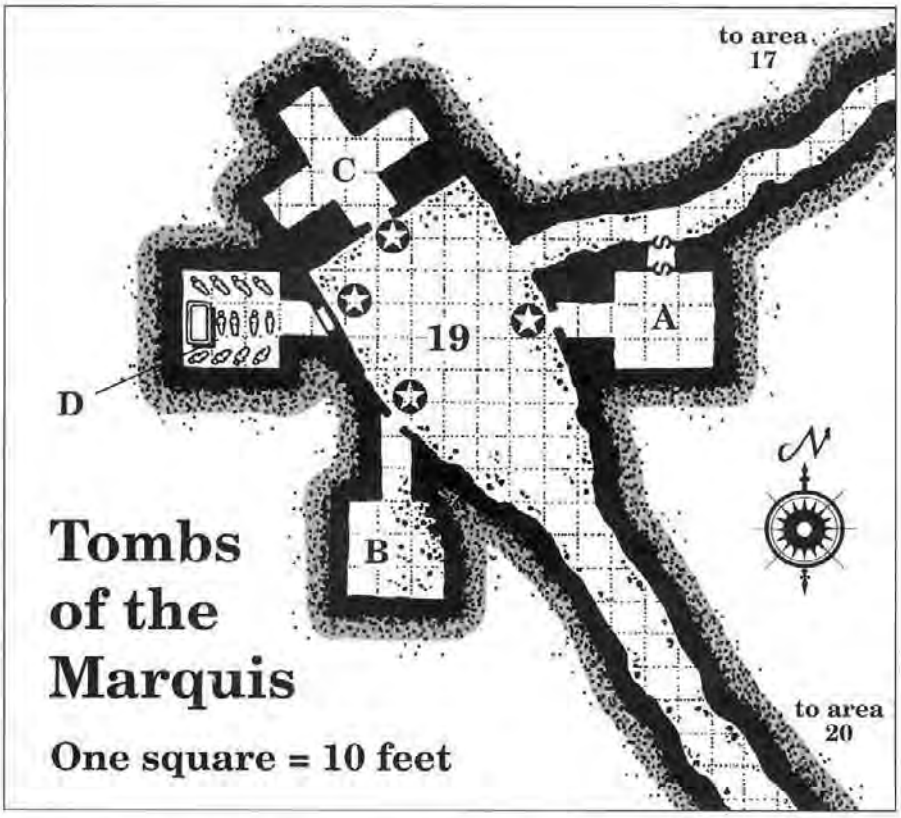
Res Hundeval (vampire): INT exceptional; AL CE; AC 1; MV 12, fly 18 (C); HD 8+3; hp 47; THAC0 11; #AT 1; Dmg 1d6+4; SA energy drain; SD +1 or better weapon to hit; immune to *sleep, charm, hold*, poison, and paralysis; half damage from cold or electricity; SZ M; ML 16; XP 8,000; *MM*/355.

Alena Hundeval (vampiric mist): INT average; AL NE; AC 4 (8 when substantial); MV 12 (6); HD 3; hp 24 (or fewer); THAC0 17 (all targets AC 10); #AT 1; Dmg 1d8; SA envelope to hit automatically; SD +1 or better weapon to hit, division; SZ M; ML 14; XP 270; *MM*/254.

The ghouls recently sacked a small svirfneblin mining camp, and the captured plunder is at the outpost. The goods are kept in a locked (excellent lock, –20%), *wizard locked* trunk marked with a *glyph of paralyzation*. The svirfneblin plunder includes 10,000 sp, 2,000 gp, 49 500-gp gems of various sizes and types, a *medallion of thought projection*, and a pouch filled with chalky dust (12 pinches of *dust of illusion*).

The nine **true ghoul guards** (hp 29, 26, 25 (×2), 23, 21, 20, 19, 18) are armed with halberds and short swords. They are not happy with their vampire liege nor about living in constant darkness. They have no treasure of their own but guard the plundered treasure chest.

18. Coastal Outpost. Protecting the ghouls' capital against threats from the Sunless Sea is this military outpost. A large force of ghouls maintains watch here, commanded by the Marquis of Ice. They have little patience with intruders, especially those from the direction of the sea. Anyone captured here will be interrogated as a spy, then devoured.



The outpost itself is little more than a cavern reinforced with a wall and arrow-slits. A small empty dock is sufficient to berth ships from the Sunless Sea; the kuo-toans sank most of the ghoul fleet long ago.

Marquis Zun, Lord of Ice (true ghoul): INT very; AL NE; AC 1; MV 12; HD 8+8; hp 42; THAC0 8 (11 without gauntlets); #AT 3 or 1; Dmg 1d6+6/1d6+6/1d8+6 or 1d8+9 (*long sword +3*, 18/00 Strength); SA paralyzation, summon shadows; SD spell immunities,turned as vampire; SZ M; ML 18; XP 7,000; plate armor, shield, *gauntlets of ogre power,* potion of *healing, long sword +3, frostbrand.*

Marquis Zun's gauntlets account for his amazing ability in combat and for his placement here, at the ghouls' most important outpost. He leads the attack against any intruders personally and so has won the complete loyalty of his 70 **true ghoul soldiers** (hp 28 each). They wear splint or banded mail and carry halberds, long swords, and light crossbows, as befits the elite who guard against the kuo-toan threat.

The soldiers of the coastal outpost are well-trained and fight in double ranks with pole arms. In missile combat, they likewise fire in two ranks, one kneeling and one standing.

19. The Great Tombs. Several of the White Kingdom's highest nobles have private tombs in this cavern. An 80' tall statue of each lord stands before each tomb, higher than the light from a torch or lantern can illuminate. Each tomb is detailed below.

19A. Tomb of Ice. Lined with ice and kept near-freezing through the power of the treasure within, this tomb will someday hold the remains of the Marquis Zun, Lord of Ice. At the moment, a small gargoyle golem is the only guard. The golem is carved in the shape of a ghoul and perched on top of the statue standing outside the tomb. It leaps down onto the PCs as they approach the statue or the tomb entrance.

Gargoyle golem: INT non; AL N; AC 0; MV 9; HD 15; hp 60; THAC0 5; #AT 2; Dmg 3d6/3d6; SA petrification if both claws hit, surprise at –2, crushing leap, shatter; SD spell immunities; SZ M (6' tall); ML 20; XP 14,000; *MM*/169 (golem).

This tomb interior is a macabre reflection of its master's decay, picturing his face as it was in life, in undeath, and as it is expected to look as it wastes away in the tomb. The tomb contains a single treasure: a *gem of frozen wrath*, which allows the bearer to cast *ice storm* once/week. Each time the spell is cast, power surges through from the Negative plane, and the bearer must make a saving throw vs. death magic. If the saving throw fails, the bearer suffers half damage from the spell as its energies tear through him. The gem also reduces the temperature within 30 feet to zero degrees.

19B. Tomb of Salt. This unfinished tomb is guarded by a salt-encrusted mummy. The Lord of Salt, Marquis Gillich, is commanding the accounting of the troglodyte plunder (see area **15**).

Salt mummy: INT low; AL LE; AC 3; MV 6; HD 6+3; hp 30; THAC0 13; #AT 2; Dmg 1d12/1d12; SA fear, rot, choking; SD spell immunities; SZ M; ML 15; XP 4,000; *MM*/261 (variant). If the mummy strikes with a blow 4 or greater than the minimum required to hit, the victim must make a saving throw vs. poison or spend 1–3 rounds spitting and choking.

When the mummy dies, it explodes into a cloud of salt. This inflicts no damage, but PCs who fail a saving throw vs. breath weapon are blinded for 2d6 rounds and suffer –4 to hit for 1d6 turns. The salt mummy guards no treasure; the Marquis, counter to ghoul tradition, carries all his valuables with him.

19C. Tomb of Mysteries. Marquess Merynae, the Lady of Mysteries who sometimes rules at the Ghoul-King's side (see "Blackgate Palace"), has placed a skeleton warrior to watch over her tomb and its treasures. The skeleton warrior's circlet is contained in a steel-bound wooden chest protected by a *permanent,* hemispherical *wall of force* at the back of the tomb.

The other treasures in the tomb include a *lamp of shadow* (see the *ENCYCLOPEDIA MAGICA*™, Vol. 2), a *cloak of the bat,* and six vials of *phase potion* (see *DUNGEON*® *Adventures* #20 or the *ENCYCLOPEDIA MAGICA*, Vol. 3).

Skeleton warrior: INT exceptional; AL NE; AC 2; MV 6; HD 9+5;

hp 50; THAC0 8; #AT 2; Dmg 1d10+2 (with *two-handed sword +2*); SD +1 or better weapons needed to hit; cannot be turned; *cause fear* (affects creatures with 5 HD or fewer); MR 90%; SZ M; ML 16; XP 4,000; *MM*/317; *two-handed sword +2* (INT 15; Ego 14; AL NE; *detect good* 30' radius; breaks an opponent's weapon on a successful called shot).

19D. Tomb of Shadows. Well-lit by continual ghoul-light, this tomb is already occupied. Beyond its sealed and mortared door lies the body of the Marquis of Shadows, who still serves the king in Kilenor as a spectre (see area **20F**). In addition to the sarcophagus, the tomb contains a lantern, the bodies of 12 servants buried with the Marquis, and a chest of kuo-toan meat, long since rotted away. In addition, the marquis' body is draped in cloth of gold, and crowned with a silver diadem set with three small black opals (6,000 gp). Any good-aligned being who dons the diadem must save vs. spell or be instantly disintegrated. The crown itself is not affected by the *disintegrate* effect, and once a being makes its save, that individual can wear the diadem safely thereafter.

20. Great Crypt of the Ghouls. This immense cavern is set back into the rift wall; it appears as a dark half-circle from the rift itself. The crypt extends back for hundreds of yards, as it has been expanded by the ghouls over the years.The abyss of the cloakers drops off about 400 feet on the city's eastern side.The cavern is choked with fireweed. At its center lies the small capital city of the ghouls, Kilenor. But at the fringes, the city is decayed and haunted by outcast lesser ghouls, a swarm of whispering moths, a small pack of gargoyles, and colonies of death mold.

Whispering moths (84): INT low; AL NE; AC 10; MV 1, fly 14; HD 1; hp 1 each; THAC0 20; #AT 1 as swarm; Dmg 1; SA insanity; SD reflect spells (as *ring of spell turning*); SZ T (4" wingspan); ML 5; XP 175; *Dragon Magazine* #227/29.

Anyone viewing the dizzying blur of the swarm must save vs. death magic or be transformed into a raving killer, possessed by bloodlust for a number of hours equal to the victim's Wisdom subtracted from 24. This effect cannot occur in lighted conditions. Oddly enough, ghoul-light does not attract whispering moths as normal light does.

Gargoyles (9): INT low; AL CE; AC 5; MV 9, fly 15 (C); HD 4+4; hp 27, 26, 25, 23 (×2), 20, 18, 17, 12; THAC0 15; #AT 4; Dmg 1d3/1d3/1d6/1d4; SD +1 or better weapon to hit; SZ M; ML 11; XP 420; *MM*/125.

Ghasts (4–48): INT low; AL NE; AC 4; MV 12; HD 4; hp 18 each; THAC0 17; #AT 3 or 1; Dmg 1d4/1d4/1d6; SA stench, paralyzation; SD immune to *sleep* and *charm* spells; SZ M; ML 17; XP 175; *MM*/131.

City of the Ghouls

Built along the shores of the river Laetan, the city of Kilenor is a vast necropolis. The lesser ghouls imitate the nobles by building huts that resemble small mausoleums, often carving them from the stone walls or floor with no tools other than their own claws. The city never rests from its feverish drive; ghouls don't need sleep. This alone makes many visitors nervous. Depending on which direction the PCs arrive from, they gain a different first impression of the city. Read the following if the PCs arrive via the Great Cloaker Rift:

> A city lies tucked into the cliffside ahead of you; an entire cavern extends beyond your vision into the darkness. Small yellow-green lights glow here and there, lighting up buildings and terrain. The brightest lights are the greenish flames lapping around the windows of a large, cross-shaped building near the cliff's edge. Warmer light spills from a building at the far end of the cavern, a building small enough to be a tavern of some kind; a sign over the door confirms this impression. A pale blue lights shine from a great black heap of jumbled stones. Small swooping lights like those you've seen in the tunnels are everywhere.

Read or paraphrase the following if the party arrives via the tunnels:

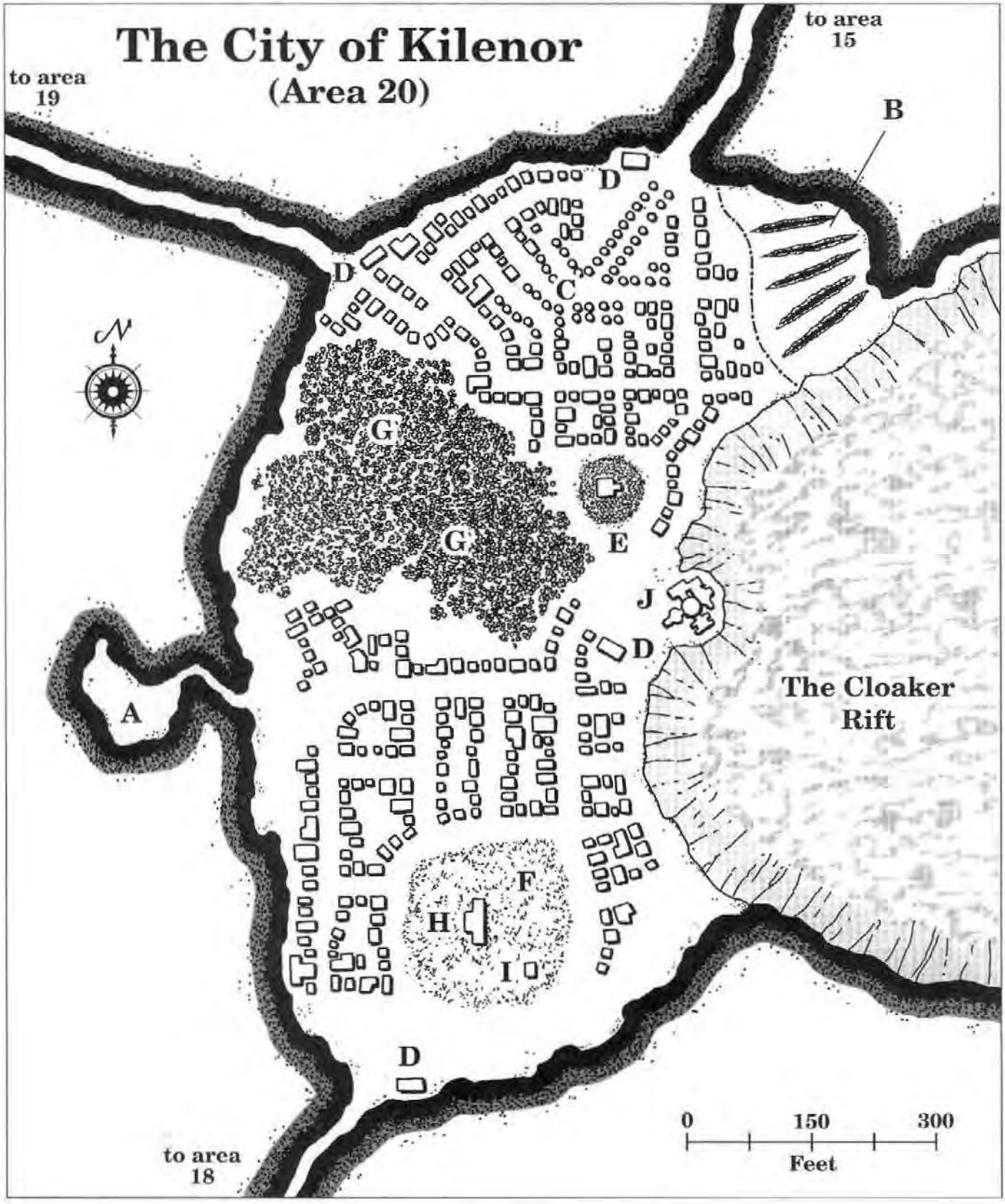
> Ahead you see the tunnel entirely barred by a fortress-like constuction. The familiar greenish-yellow light shines from arrow slits, and you hear the distinct "click" of a crossbow ratchet finishing its work. A dark black gate bars your way, and a voice from the other side of the gate calls out in Common, "Who are you, surface-folk, and what do you seek in the White Kingdom?"

Few races other than the ghouls care to inhabit the city. A few xorn and crysmals live in peace with the ghouls, since they cannot be eaten. Likewise, a strange race of white albino wererats live in Kilenor, though on more dangerous footing—they may live as long as they can scout out the next food supply. The city itself is home to about 2,000 ghouls, most of them servants to the various marquis lords or the King. Obviously, keeping that many ghouls fed is no small task, but raiding parties constantly return with flesh from the upper world and from the far reaches of the Underdark. When food supplies well and truly fail, a frenzy of cannibalism overtakes the city for a week or more until the population is again in balance with the available food supply. War parties are dispatched to ensure more food coming in—and any losses the parties suffer help keep the ghoul's numbers low.

Patrols

Kilenor is heavily patrolled, and obedience to the King is enforced by patrols of ghouls or wererats carrying ebony clubs and darkwood staves. Each patrol leader carries a ghoul-light lantern and an Eye of the King encased in a small globe at the tip of his staff. The lanterns illuminate both invisible creatures and thieves hiding in shadows. If a patrol needs help, the globe is shattered on the floor, and the Eye is released to bring reinforcements.

True ghouls (8): INT average; AL NE; AC 4; MV 12; HD 4+4; hp 29, 27, 26, 25, 23, 20, 19, 18; THAC0 15; #AT 3 or 1; Dmg 1d6/1d6/1d8 or 1d6 (staff or club); SA paralyzation; SD spell immunities; SZ M; ML 18; XP 1,400; new monster.


The City of Kilenor
(Area 20)
to area 19
to area 15
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The Cloaker Rift
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Wererats (8): INT very; AL LE; AC 6; MV 12; HD 3+1; hp 25, 23, 16, 15, 14, 13, 10, 8; THAC0 17; #AT 1; Dmg 1d6 (staff or club); SA surprise; SD hit only by silver or +1 or better weapons; SZ S to M; ML 12; XP 270; *MM*/237 (lycanthrope).

The patrols carry no more than 2–20 cp and well-worn cards for gambling. They can be bribed with fresh meat.

20A. Bat Caves. These caves, high above the main level of the cavern, are home to the ghoul messenger corps composed entirely of svirfneblin ghouls riding huge bats. Though the riders survive the transformation into ghouls, they are among the smallest and weakest runts, reducing them to 3 HD.

All bat riders have short legs and emaciated bodies and wear skull helms as an identifying mark.

True ghoul bat-riders (12): INT average; AL NE; AC 4; MV 12; HD 3; hp 24, 22, 17, 16, 15 (×3), 14, 13, 11, 9, 6; THAC0 17; #AT 3 or 1; Dmg 1d6/1d6/1d8 or 2d6 (lance); SA paralyzation; SD spell immunities; SZ M; ML 13; XP 1,400; light lance, hand crossbow.

Huge bats (14): INT low; AL NE; AC 2 (10 on ground); MV 3, fly 15 (C); HD 6; hp 43, 34, 33, 32, 29 (×2), 28, 27 (×2), 25 (×2), 24, 23, 19; THAC0 15; #AT 1; Dmg 2d4; SA surprise, shriek; SZ H (16' wingspan); ML 12; XP 975; *MM*/15.

If a battle breaks out anywhere within the main cavern that is visible from above (through the use of *fireballs, continual light,* or similar flashy spells), the bat-riders summon help by going to the nearest barracks (area **20D**).

20B. Breeding Pits. Goblins and hobgoblins are bred here for food and for slave labor; they are valuable commodities, owned by the ghoul nobles. The pits are just that, long low trenches overseen by the ghouls. Along the edges of the pits are a series of bone posts; stretching from post to post are thin lines of greenish light, like strands of *faerie fire*. These magical wards wound any creature touching them for 1d6 hp damage; the wards are not expended by use.

The goblins' morale is very low, and they cannot be induced to fight. If freed, they flee as quickly as they can to put their nightmares behind them. If the PCs arm the hobgoblins, they might fight their captors; a Charisma check with a –3 penalty is required to rally the hobgoblins to the party's cause, adding 80 HD to the PC's army. If any svirfneblin or dwarves have joined the Army of Hope, the PC suffers an additional –4 penalty to the check.

True ghoul overseers (8): INT average; AL NE; AC 4; MV 12; HD 4+4; hp 29, 27, 26, 25, 23, 20, 19, 18; THAC0 15; #AT 3 or 1; Dmg 1d6/1d6/1d8 or 1d8+1 (staff or club); SA paralyzation; SD spell immunities; SZ M; ML 18; XP 1,400; new monster.

Goblin slaves (300): INT low to average; AL LE; AC 10; MV 6; HD 1–1; THAC0 20; #AT 1; Dmg 1d6 or by weapon; SZ S (4' tall); ML 4; XP 15; *MM*/163.

Hobgoblin slaves (80): INT average; AL LE; AC 10; MV 9; HD 1+1; THAC0 19; #AT 1; Dmg by weapon type; SZ M (6' tall); ML 5; XP 35 each; *MM*/191.

The breeding pits are kept clean and functional, just as stables might be, but the ramps leading in and out are tightly locked and barred, to keep clever goblins from finding a way out.

20C. Whitehaven. Deemed too weak or too valuable to join the army, hundreds of ghoul merchants, tradesmen, artisans, and priests live in these small stone huts. Members of inedible or allied races also make their homes here; these xorn, crysmals, and wererats may be convinced to help the party with information, food, or even shelter.

The ghoul commoners (16 hp each) make weapons and armor, count and sort the King's treasury, carry tribute and flesh down from the surface, dig the ditches that divert the rivers to serve the King's will, and make offerings to their dark god. These ghouls are those most often devoured during the ghouls' fits of cannibalistic frenzy.

Xorn miner: INT average; AL N; AC –2; MV 9, burrow 9; HD 7+7; hp 39; THAC0 13; #AT 4; Dmg 1d3/1d3/1d3/6d4; SA surprise; SD spell immunities; SZ M (5' tall); ML 16; XP 4,000; *MM*/367. The xorn often chase the crysmals, which they consider food.

Crysmal artisan: INT high; AL NE; AC 0; MV 6; HD 6+6; hp 33; THAC0 13; #AT 1; Dmg 3d4 (2d4); SA crystal missile, psionics; SD edged and piercing weapons suffer –4, immune to cold and fire, psionics; SZ S (3' tall); ML 15; XP 4,000; *MCA1* (Elemental Kin).

Wererat scout: hp 21; see "Patrols" for complete statistics.

None of the common ghouls have great treasures, since most ghoul wealth is measured in meat and blood rather than gold. The nobles are an exception; their grave goods are signs of prestige and power.

20D. Barracks. Ten **true ghoul warriors** (23 hp each) live beside each of the entrances to the city and 20 more soldiers (25 hp each) live just outside the palace. They are all armed with nonmagical long swords and daggers looted from the drow, and they carry ghoul-light lanterns.

20E. The Limehouse. This great white manor, built on top of a mountain of skulls, is surrounded by the homes of various greater and lesser nobles. Automaton knights guard this imposing residence. The Marquis Folggnaw lives here entirely alone, for his body was eaten long ago, and he cares little for the world far from the Orb. Most of the other nobles are busy expanding the ghoulish realm or embellishing their tombs; Folggnaw merely hopes to regain his status with the king by works of magic and spycraft.

Marquis Folggnaw, Lord of Shadows (spectre): INT high; AL LE; AC 2; MV 15, fly 30 (B); HD 7+3; hp 30; THAC0 13; #AT 1; Dmg 1d8; SA energy drain; SD +1 or better weapon to hit; SZ M (6' tall); ML 15; XP 3,000; *MM*/323.

Battle horrors (6): INT high; AL LE; AC 2; MV 12, fly 12 (E); HD 4+20; hp 45, 42, 41, 40, 37, 30; THAC0 12; #AT 1; Dmg 1d4 or 1d10 (with halberd); SA *dimension door* (180' range), *blink, magic missile*; SD immune to illusions and enchantment/charms, *magic missile* heals, immune to *fireball, lightning bolt,* and *heat metal*; MR special; SZ M (6–7' tall); ML special; XP 5,000; *MCA1* (helmed horror).

The house has few treasures, being mainly littered with the bones

"Now I ride with the friendly and mocking ghouls on the night wind ..."—H.P. Lovecraft, "The Outsider"

of the Marquis' goblin and hobgoblin victims. Among the dust and bones lie scattered treasures including a *dagger +1*, a shield made of silver and iron (200 gp), a svirfneblin pouch embossed with gold (50 gp), a hauberk of mithril sized for a deep gnome (acts as elven chain), and a single *boot of speed* (useless without its mate).

20F. Boneyard. The remains of the ghoul's foes are scattered at random across this dark field. In additioned to cracked and scattered bones, this field is home to hundreds of livelier bones—ghoul priests leave their undead servants here when they are not in use. The skeletons and zombies have orders to defend the Boneyard; anyone on the field is attacked by the hordes, anyone just outside it is ignored. The mindless undead pursue foes only when ordered to by a ghoul priest.

The zombies here are simply bodies that the ghouls have not eaten; when the ghouls are done, the zombies become skeletons. Many of them are goblins and svirfneblin, with a few drow mixed in.

Skeletons (874): INT non-; AL N; AC 7; MV 12; HD 1; hp 4 each; THAC0 19; #AT 1; Dmg 1–6; SD half damage from edged and piercing weapons, spell immunities; SZ M; ML special; XP 65; *MM*/315.

Zombies (57): INT non; AL N; AC 8; MV 6; HD 2; hp 9 each; THAC0 19; #AT 1; Dmg 1–8; SD spell immunity; SZ M; ML special; XP 65; *MM*/373.

Any PCs slain by the ghouls and left behind during a retreat wind up here as zombies. Their gear ends up in the treasury (area **20I**).

20G. Hunting Grounds. For sport, ghoul nobles sometimes ride out to the hunt in the mushroom forest. When they do, they hunt the purple worms that feed on the lush molds and fungi that grow here. Few other creatures give a ghoul-lord as much pleasure as a purple worm—that is, few other creatures take as long to die. In some cases, a foolish worm may even swallow a ghoul lord whole, allowing him to attack from within, paralyzing the beast and then clawing his way out.

Anyone interfering with the ghoul-lords' sport is hunted down by bat-riders to take the place of the prey they destroyed. Ghoul commoners avoid the area.

Purple worms (3): INT non-; AL N; AC 6; MV 9, burrow 9; HD 15; hp 75, 67, 61; THAC0 5; #AT 2; Dmg 2d12/2d10; SA swallow whole, poison; SZ G (25' long); ML 12; XP 13,000; *MM*/364 (worm).

20H. Vast Temple. From a distance, this temple looks like a jumbled mass of broken stones. In fact, its walls are carefully mortared together from bits of marble, granite, and jade. When the PCs enter, read or paraphrase the following:

> A black fire burns in a pit of ashes at the heart of this temple of jumbled stone. Beside the fire is an enormous chalice filled with murky water. A ghoul dressed in black robes with a green bronze breast-

plate is busily chanting invocations into the darkness; three figures with cowls over their heads stand beside him.

As the ghouls notice you, their leader barks a single word, and the inky water in the chalice begins to flow over the rim. The cowled figures spread out and advance as the puddle of darkness retreats into the shadows. The leader begins a new chant in a deeper voice.

The priest performing the rites is Vullost. His superior, Belanar, is currently serving with the army (see area **6**). Vullost uses bluster to cover his insecurity and fears; he has been a terror to his subordinates ever since Belanar left.

The temple's fire is a portal to the Demiplane of Shadow; anyone walking through the fire is instantly transported to this demiplane. Vullost commands three underpriests and a darkness elemental, hidden in the chalice to attack intruders while he begins casting *silence 15' radius* at enemy spellcasters. The elemental does not risk a frontal assault; instead, it hides in the temple's shadows and strikes from hiding.

The darkness elemental can chill a target creature's spirit by attacking its shadow; this constitutes an attack vs. AC 10, modified by Dexterity if the target is aware of the attack. A successful hit allows the elemental to blind its target by wrapping it in its own shadow, unless a save vs. petrification at –6 succeeds. A *cure blindness* or *heal* spell cures the blindness.

Light and healing spells cast upon the elemental inflict 1d8 hp damage/spell level to the darkness elemental and 1 hp damage/level to every creature within 10 feet of the elemental.

Vullost (5th-level true ghoul priest): as true ghoul, but INT high; HD 5+5; hp 27; SA paralyzation, spells, Strength drain, animate dead; SD turned as mummy; XP 3,000.

Spells (3/2/1): *cause light wounds, curse, darkness; aid, darkness 15' radius; silence 15' radius.*

True ghoul underpriests (3): INT average; AL NE; AC 4; MV 12; HD 4+4; hp 26, 23, 21; THAC0 15; #AT 3 or 1; Dmg 1d6/1d6/1d8 or by weapon type; SA paralyzation, spells, chill touch; SD spell immunities; turned as mummies; SZ M; ML 17; XP 1,400.

Spells (2): *cause light wounds, darkness.*

Darkness elemental: INT low; AL NE; AC 2; MV 15; HD 16; hp 73; THAC0 5; #AT 1; Dmg 4–24; SA chill, blind; SD +2 or better weapon to hit, hide in shadows; SZ H (16' tall); ML 17; XP 11,000; *DRAGON Magazine* #227/26.

The god of the ghouls is unknown to outsiders; often called the Lord of Rot and Shadow, or simply the Lord of All Ghouls, many scholars believe the creature is an Abyssal Lord, though others believe it is some form of greater yugoloth or demi-god. In fact, the power answering ghoul prayers is none other than Nerull, the Reaper. Ghouls are the only race whose worship he enjoys; more sensible races worship Nerull merely to placate him.

The temple sacristy contains a number of treasures, mostly ritual objects such as a corroded copper chalice (3 gp), a silver plate (300 gp), golden candlesticks and censers (2,000 gp), and a bronze knife with a wavy blade and an enormous black opal set in the pommel (5,000 gp).

20I. Treasury. The ghoul treasury is a marvel; the looted remains of entire civilizations, caravans, and countless graves fills it. The treasury is hidden by a *sequester* spell, making it invisible to sight and spells. It is unguarded except by a *glyph of draining* (save vs. spell or lose three energy levels) and an invisible greater guardian yugoloth. The guardian attacks any living creature within the building, but does not pursue intruders.

Greater guardian yugoloth: INT high; AL NE; AC –1; MV 9, fly 9 (D); HD 10; hp 73; THAC0 11; #AT 3; Dmg 1d10/1d12/1d12; SA breath weapon, suggestion; SD spell immunities, +2 or better weapon to hit, immune to fire, cold, poison; MR 25%; SZ L (9' tall); ML 17; XP 11,000; *MM*/371.

If the PCs find the treasury through divination or the advice of the treasurer and the Marquis Gillich (see area **15**), they may examine the incredibly large hoard here. Since the goods are simply stockpiled, without any system of organization or classification, it is extremely difficult to find any particular thing. Read or paraphrase the following:

The treasures within the simple black house are overwhelming: mounds of gold and silver coins, showers of gems, and chests and urns overflowing with jewelry, rare scrolls, and other precious artifacts. Just sorting through it could take days.

The finest treasures kept here are a *helm of brilliance*, a crown of platinum set with diamonds (50,000 gp), a *ring of three wishes*, a suit of *plate mail of etherealness* sized for an elf, and a *rod of resurrection* (8 charges); the party may find these items at the DM's option when they have searched thoroughly. Note, however, that the *ring of wishes* is cursed by its link to the ghouls. Whenever a *wish* is made, the user of the item loses one level or Hit Die, just as if struck by a wraith. The level can be returned only by use of a *restoration* spell; the ring is powerless to undo its own curse.

In addition, PCs may loot 1d10 × 1,000 gp worth of valuables here for each man-hour spent looting. Every hour there's a 2-in-6 chance that the treasury is surrounded by a troop of 0–3 nobles, 2–5 priests, 60–100 ghouls, and assorted spectators, all waiting for the PCs to venture out. If the party stays in long enough for a crowd to gather, the ghouls rush in to the attack.

The treasury is magically warded against any and all teleportation attempts and similar spells. However, it is not protected against *passwall, dig*, or the like.

Blackgate Palace

From the outside, the ebony palace seems to be on fire—it is lit entirely by ghoul-light, which flickers out of the windows like flames. Each window—and there are dozens, each made of fine glass—is warded with a *glyph of enervation*. This glyph drains one point of Strength or one Hit Die from any creature that fails its saving throw vs. spells. The glyphs are permanent until erased or dispelled. They have no effect on the undead. Lost Strength returns at the rate of one point per week.

The palace interior is staffed with automata as well as ghouls; the mechanical guards and creatures replace some of the normal servants, for the ghoul-king trusts no one.

1. The Palace Guards. Read the following when the PCs approach Blackgate's doors:

> Shallow steps lead up to the building's entrance, two 10'-tall doors bound in tarnished silver. Over the entrance stand two angels of death—black figures with feathery wings, skull heads, and skeletal arms wielding enormous scythes. A small window next to the doors indicates that a porter may wait on the other side.

The statues are stone golems carved in the shape of deadly angels, a gift given to reward a loyal servitor of Nerull. They fight any living creature trying to enter Blackgate.

"Death angel" stone golems (2): INT very; AL N; AC 5; MV 6, fly 12 (D); HD 14; hp 60, 60; THAC0 7; #AT 2; Dmg 2d8/2d8; SA touch of death; SD +2 or better weapon to hit, immune to poison, charm, hold, and cold; SZ L (9' tall, 22' wingspan); ML 20; XP 11,000; *MM*/166 (variant).

The touch of these angels drains 1 hp permanently from the target and temporarily reduces the victim's Constitution by 2. If Constitution drops below 3, the creature lapses into a coma. If it drops to 0, the creature dies and cannot be brought back to life by any means short of a *wish* spell. Lost Constitution is restored at the rate of 1 point per hour or per curative spell.

The death angels attack only living creatures passing below them; flying creatures, mages in *wraithform*, and creatures protected by *invisibility* or *invisibility to undead* can all pass safely.

The angels can be called off by the porter, a ghoul priest named Olang. Use the underpriest statistics from area **20I** if necessary.

2. Door of Blades. Enchanted with a permanent *blade barrier* spell, this door opens, but still bars passage. All attempting to pass through suffer 6d8 hp damage unless they make a saving throw vs. paralysis, in which case they suffer half damage. Once the spell sheds blood, however, the barrier vanishes for a single round. Thereafter, it functions normally again.

3. The Knight's Hall. Filled with banners hanging from the ceiling and lined in battered shields, this hall seems full of trophies have all been looted from graves—and it smells it. The suits of armor at both ends are, in fact, more automata.

Helmed horrors (4): INT high; AL N; AC 2; MV 12, fly 12 (E); HD 4+20; hp 44, 41, 38, 29; THAC0 12; #AT 1; Dmg 1d4 or by weapon (halberd); SA *dimension door* (180' range), *blink, magic missile*; SD immune to illusions and enchantment/charms, *magic missile* heals, immune to *fireball, lightning bolt,* and *heat metal*; MR special; SZ M (6' tall); ML special; XP 2,000; *MCA1.*

On a great, 30' long table in the center of the hall are maps, supply lists, and reports from ghoul agents about the strength of the illithids, the drow of Erelhei-Cinlu, and the kuo-toans of the Sunless Sea. They are all written in the courtly, noble speech of the true ghouls, spoken only among the ghoul courtiers and commanders.

4. Door of Balance. The doors are inscribed with a pattern like the scales of Justice. Unlike many other doors in the palace, these have no harmful effect. However, the embossed scales can be moved to open the secret door that leads to the Bone Staircase (area **14**).

If the scales are tipped so that the right side is higher than the left, the door opens. If the left side is raised, a trap is activated that releases a cloud of death mold spores. These spores kill anyone who fails a saving throw vs. poison (see *MCA1* for details).

5. The Nobles' Hall. The noble's hall is filled with cowardly courtiers more interested in their own advancement than in the welfare of the kingdom. Read the following:

> You open the double doors, and the stench of putrefaction rolls out into the hall. Before you is a charnel feast to turn anyone's stomach: ghoul nobles are seated along a long black table in anticipation of a fine meal. The table is littered with bones.
>
> The room is lit dimly with the familiar greenish-yellow ghoul-light.The light is dappled though, as if the feasting hall were a forest floor. When your eyes clear, you realize that the light is not different than usual; the patches of darkness are, in fact, dozens of shadowy figures that slither along the floor and the walls, bearing platters of raw flesh to the celebrants at the table.

Feasting on provisions brought in by the armies, the lesser nobles and courtiers among the ghouls live well on blood and meat. If threatened, they summon shadows to aid them in combat, while they themselves leave to rally guards and other reinforcements. In truth, the courtiers are cowards; they leave by the windows if necessary.

True ghoul nobles (15): as other true ghouls, but INT high; hp 30, 26, 24, 23 (×4), 22 (×2), 21, 19 (×2), 18, 17, 14; Dmg 1d6/1d6/1d8 or 1d4 (daggers, poisoned with Type D); SA paralyzation, summon shadows. They are turned as wraiths.

Shadows (30): INT low; AL CE; AC 7; MV 12; HD 3+3; hp 15 each; THAC0 17; #AT 1; Dmg 1d4+1; SA Strength drain; SD +1 or better weapon to hit, 90% undetectable, spell immunities; SZ M (6' tall or up to 12' long); ML special; XP 420; *MM*/312.

The shadows fight to cover the nobles' retreat. The hall contains silverware and fine blue tableware but no great treasures.

6. Door of Crosses. Each of these two doors is marked with a large iron cross, and each cross is the focus of a teleport trap. When the door is opened by any living creature, a *glyph of vanishing* activates and the creature teleports away. Creatures caught by the trap appear in the Vast Temple (area **20H**), within striking range of the darkness elemental.

7. The Hall of Ruins. Each of the alcoves on either side of this hall is carved to resemble a mausoleum.

This is the servants hall, and there are always 2–20 **true ghoul servants** here (hp 17 each) preparing

meals for the nobles in area **5**. Some of these involve heartflowers, special seeds that grow only in living flesh. Other simpler—but no less vile—feasts include kegs of blood and goblins tied up and carefully carved so that their brains are exposed for ready consumption.

8. The Door of the Skull. A small grille in the center of each of these doors allows three helmed horrors to check on visitors and to fire poisoned crossbow bolts (Type C) through the door at interlopers. Two of the horrors load the heavy crossbows; the third fires once each round. The poison is kept in a small tube; enough is available to envenom 12 bolts.

Helmed horrors (3): INT high; AL N; AC 2; MV 12, fly 12 (E); HD 4+20; hp 42, 39, 35; THAC0 12; #AT 1; Dmg 1d4 or by weapon (heavy crossbow); SA poison, *dimension door* (180' range), *blink, magic missile*; SD immune to illusions and enchantment/charms, *magic missile* heals, immune to *fireball, lightning bolt,* and *heat metal*; MR special; SZ M (6' tall); ML special; XP 4,000; *MCA1*; halberd, heavy crossbow.

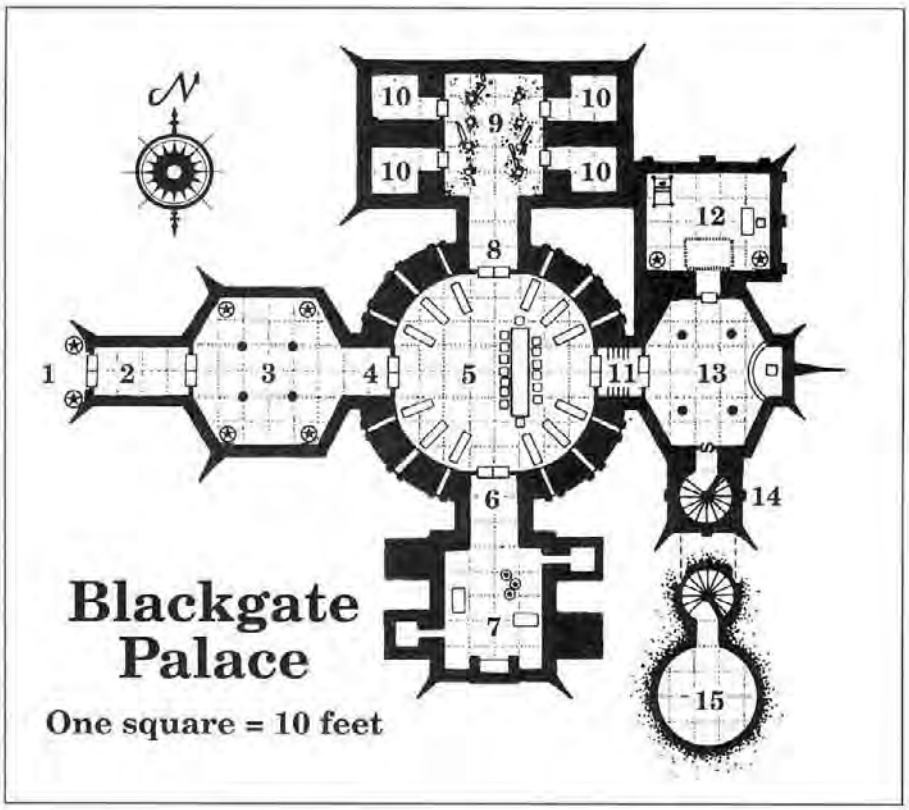
The helmed horrors have no treasure. They fight with complete loyalty but lousy tactics.

9. The Hall of Broken Pillars. Each and every one of the pillars in this hall lies broken on the hall's floor, yet the roof still holds—because it was designed and built as a ruin, deliberately giving the impression of decay. This hall serves as the center of the guest quarters. The visiting nobles are currently dining (area **5**), so the rooms are presently empty.

10. Guest Chambers. Since the undead require no great food preparations and no sleep, these chambers are largely for privacy.

A chest in the northeast chamber contains a pouch filled with 400 sp, three fine spider-silk gowns (200 gp each), and a carving knife set with small chips of obsidian (100 gp).

11. Door of Eyes. Two sets of double doors lead from area **5** to area **13**. The first set of doors leading from area **5** have single eyes embossed in the center of each door. If opened, the doors' eyes summon ten enormous eyewings that attack the PCs on sight.



Eyewings (10): INT low; AL CE; AC 4; MV fly 24 (B); HD 3; hp 24 each; THAC0 17; #AT 3 or 1; Dmg 1d6/1d6/1d4 or tears; SA tears; SD immune to cold; SZ L (15' wingspan); ML 12; XP 650; *MM*/115.

If the doors' eyes are not disturbed, they function as Eyes of the King, showing Doresain anyone approaching the throne room.

12. Royal Chamber. This room contains a bed that finds litle use, a wardrobe, a chest for valuables, a floor-length mirror, and a writing desk of darkwood inlaid with bone (900 gp). Laid outnear the entrance to the room is a rug of smothering. Standing in the corners are two **helmed horrors** (hp 36, 32) who attack any living creature that disturbs the chamber's contents.

The desk has a secret compartment containing the royal seal, an image of a crowned skull surrounded by a wreath of interlocked scythes. The bone-white seal is made of a fine fired clay, worth 200 gp for its workmanship.

13. The Court of Lost Souls. The throne room of the King of the Ghouls is remarkably simple for the ruler of a nation that has put the drow, troglodytes, and svirfneblin to flight. The Alabaster Throne is a disquieting construction, carved to capture shadows like those in empty eye-sockets, and writhing with energies of the dead. The throne also shines with strong ghoul-light, destroying the possibility of a stealth approach.

> The room you have entered is lit by pale green light and dominated by a large white throne that seems carved of some liquid stone—it moves with the flickering flame of ghoul-light.
>
> Sitting on the throne is a thin, wasted-looking ghoul, whose eyes are nothing more than black holes under a heavy silver crown. The king wears dark half-plate armor chased with green inlays and greenish corrosion. His throne is surrounded by four floating skulls, each lit up by fiery eyes. He wears a cloak made of strips of leather, reddish black, and he holds a mace

"He brooded, this Lord of Cadavers that still breathed, upon a throne ... and his sightless eyes gazed upon a darkness more absolute than blindness."—H.P. Lovecraft

in one hand and a wand in the other.

Two female ghouls stand on the steps up to the throne. One wears thin green and black robes, and the other wears a dark green tabard embroided with spirals and stars. Both carry swords on their hips.

The king's cloak is made of the finest, softest flayed leather, dyed with blood still fresh from a beating heart; it is a *lurker cloak*, allowing him to escape in flying cloaker form if things go badly. If attacked, the throne protects him with a *wall of force* generated as if by a *cube of force*. The king's *word of recall* takes him to the Great Temple of the Ghouls (area **20H**).

Doresain, King of the Ghouls (true ghoul noble): INT genius; AL NE; AC –5; MV 12; HD 12+12; hp 71; THAC0 7; #AT 3 or 1; Dmg 1d6/1d6/1d8 or 1d6+7 (*mace of disruption +4*, +2 Strength bonus); SA paralyzation, drain 2 points of Strength, spells; SD spell immunities; turned as "special" undead; SZ M; ML 18; XP 12,000; new monster; plate armor, *wand of lightning* (40 charges), *mace of disruption +4*.

Spells (9/8/7/8/4/2/1): *bless, cure light wounds* (×2), *detect magic, invisiblity to undead, darkness, protection from good, sanctuary; aid, charm person or mammal, heat metal* (×2), *hold person* (×2), *know alignment, silence 15' radius, withdraw; animate dead, continual darkness, dispel magic* (×2), *prayer, protection from fire, stone shape; control temperature 10' radius, cure serious wounds* (×2), *detect lie, free action, protection from lightning, reflecting pool, spell immunity; cure critical wounds, flame strike, true seeing, wall of (shadow) fire; heal, word of recall; symbol of hopelessness*.

Doresain casts spells as a 15th-level priest with 19 Wisdom.

The king is eyeless, with dark sockets, but he seems to sense life well enough. Doresain moves slowly, except in battle, when he becomes a blur. He is guarded by the animated skulls of four apprentices to the mages he transformed so long ago.

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The skulls have since become his bodyguards. The flameskulls float up near the ceiling or inside the king's *cube of force*, reflecting spells that might harm the king and using their *flame strikes* and *magic missile* attacks to strike down his enemies.

Flameskulls (4): INT high; AL LE; AC 3; MV fly 21 (A); HD 4+4; hp 23, 21, 19, 18; THAC0 15; #AT 2 + special; Dmg 2d4/2d4; SA spells; SD regeneration, spell reflection; MR 88%; SZ S (1' diameter); ML 14; XP 2,000; *MCA1*.

Spells (cast at 9th level): *magic missile, web, flame strike.*

The king is attended by his consorts—two ghoul noblewomen named Andela and Sziferrin seeking advancement. They are dressed in the king's colors, black and green, and carry *short swords +3, flame tongues*. Andela wears only thin robes (AC 6), but Sziferrin wears drow *chain armor +5* under her green tabard and an emerald-studded *ring of protection +3*, affording her AC –3.

Andela and **Sziferrin** (true ghoul nobles): as other nobles, but INT very; AC 6 or –3 (see above); HD 6+6; hp 33, 35; THAC0 11; #AT 3 or 2; Dmg 1d6/1d6/1d8 or 1d6+3/1d6+3 (*short sword +3*); SA paralyzation, Strength drain; SD spell immunities; XP 4,000.

14. The Bone Staircase. This yellowed, sometimes brown staircase is made of well-worn bones patched with flecks of new bone when sections become worn away. It leads down from the throne room to the Chamber of the Orb, and the temperature sinks with every step.

15. Chamber of the Orb. This dark room is protected by a *forbiddance* spell cast at 15th level; only a caster of equal or higher level can dispel it. Any good creature entering the area must make a saving throw vs. spell or suffer 4d6 hp damage and be unable to advance. Even if the saving throw succeeds, good or neutral-aligned creatures feel uncomfortable in the room. A *sympathy* spell or a successful *dispel magic* is required to negate the effect.

Read or paraphrase the following if the PCs enter the room:

> You enter a spherical room, built around a black and shadowly orb that hangs suspended among levitating blocks of stone. The four blocks of stone float halfway up to the 60' ceiling, in the four cardinal directions. A plate-armored warrior stands on each of these floating stones, 30 feet above the floor; each knight carries a crossbow and a two-handed sword.
>
> Three more knights stand between you and a thin, almost skeletal female ghoul dressed in ragged robes of blue and red. The woman's eyes resemble the king's: sunken and dark.
>
> The black orb at the center of the room is 10 feet in diameter. It constantly sheds small, flat fragments of darkness that float to the cold floor like leaves.

If the PCs enter the chamber and break the Orb, they have broken the Kingdom's link to their source of power, thus destroying the ghoul priests' ability to create more true ghouls or ghoul nobles. The threat to the surface quickly disappears as the other races of the Underdark regain ground against the weakened ghouls. If Doresain and Marquess Maerynae are both slain, the White Kingdom disintegrates entirely.

To break the Orb, the PCs must either *dispel magic* successfully vs. 25th-level magic or bathe the orb in pure sunlight for at least 10 rounds.

When broken, the Orb releases a wave of darkness. Anyone in the room at the time suffers 6d8 hp cold damage (save vs. spells for half) and is blinded for 1d6 turns. Each blinded creature must make a system shock roll; if the roll fails, the blindness is permanent unless cured by a *heal* or *cure blindness* spell cast by a priest of 9th level or higher.

The Orb has its defenders: seven guardian warriors sworn to die before allowing anyone to pass. These guardians of the Orb cannot be turned while in the Orb Chamber.

True ghoul nobles (7): as other nobles, but INT very; AC 0; HD 6+6; hp 40 each; THAC0 11; #AT 3 or 2; Dmg 1d6/1d6/1d8 or 1d10+5/1d10+5 (two-handed sword); SA paralyzation, Strength drain; SD spell immunities; XP 4,000.

Maerynae, Lady of Shadows, sometimes called the Queen of the Ghouls for her long-ago dalliance with Doresain, is responsible for guarding and protecting the ghouls' link to the Negative plane. She stands atop the Orb and casts *Evard's black tentacles* and *Bigby's interposing hand* to protect herself, then unleashes *death fog, prismatic spray,* and *chain lightning* against the PCs.

Marquess Maerynae (17th-level Suel lich): INT supra-genius; AL NE; AC –3 (7); MV 12; HD 17; hp 88; THAC0 3; #AT 1 + paralysis; Dmg 1d10; SA death gaze (under 3 HD), paralyzation, ignores armor, touch destroys items, spells; SD +1 or better weapon to hit, immune to first- and second-level spells, mind-affecting spells, and death magic; MR 17%; SZ M; ML 18; XP 12,000; *MCA2/79*.

Spells (5/5/5/5/5/3/3/2): *change self, detect magic, feather fall, magic missile, protection from good; ESP, forget* (7 rounds), *invisibility, mirror image, wizard lock; dispel magic, fly, haste, lightning bolt, vampiric touch; Evard's black tentacles, fire shield, ice storm, phantasmal killer, stoneskin; cloudkill, Bigby's interposing hand, domination, passwall, wall of force; chain lightning, death fog, disintegrate; Mordenkainen's sword, prismatic spray, vanish; antipathy, maze.*

The Marquess carries all of her treasures with her, some dating back to ancient days before the Rain of Colorless Fire. They include 14 diamonds on a golden, serpentine necklace (20,000 gp), a golden pectoral in the form of an eagle and set with lapis lazuli (4,000 gp), and a ring of platinum with an intaglio emerald that conceals a small volume of demon ichor, equivalent to Type P poison. She also wears a copper ring set with carved jade (a *ring of spell turning*), and carries both a *rod of passage* (11 charges) and a *staff +3*.

The marquess is accompanied at all times by a young blond page named **Velberde**, a human of perhaps 15 years (AC 10; hp 4). If her lich form is destroyed, Maerynae waits briefly, then possesses the page's body as her next habitation. If

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the page is slain, she attempts to possess one of the party members or a henchmen of the characters.

Concluding the Adventure

The return trip to the surface can be as easy or as difficult as the DM determines; a party traveling lightly might encounter no resistance, whereas PCs leading away a baggage train of loot may have more trouble leaving the Underdark quietly. If the PCs succeed in destroying the gate to the Black Plane, they gain a story award of 150,000 XP to be divided among the party.

Once the PCs reach the surface and report their success to the deep gnomes, they gain the clan's gratitude and allegiance. Perhaps the PC who healed Ardin gains a svirfneblin henchman or a fosterling. Perhaps a gnomish PC is offered a post within the clan, as a war chieftain or captain of the guards. In any case, the adventurers are made welcome in Loftwick, and become well-known among the bards and leaders of the Yeomanry. A small feudal holding may be granted to a PC warrior, and a priest or wizard may be offered a position within the court, such as Councillor to the Court or Royal Wizard.

Further Adventures

If the Army of Hope succeeds in conquering Kilenor, the armies' factions quickly falls to quarreling over who owns what—especially if the treasure house is found. However, the cloakers aid the surviving ghouls in settling into a lesser role as a cloaker servant race, and the two races make several attempts to retake the city and replenish the ghouls' numbers.

To keep the peace among the svirfneblin, troglodytes, kuo-toans, and others requires careful and charismatic leadership by the PCs—the Underdark races don't trust each other and must defer to outsiders for impartial judgments. Whether the PCs want to keep the peace as well as win the war is up to them. Perhaps the feuding factions unite again with a new cause, such as neutralizing the cloakers or halting the depredations of the drow. Ω

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worth only 20 gp but actually worth 500 gp). The spinel is really a *hag-eye* (see *MM*/181 for details). Gaid was required to wear the medallion, which served as the hags' scrying device.

Flamelings (4): INT semi-; AL N; AC 4; MV 6, Fl 6 (A); HD 2; hp 9, 8 (×3); THAC0 19; #AT 2; Dmg 1–3/1–2; SA fireballs; SD immune to fire; SZ T (1" tall); ML 14; XP 175; *Monstrous Compendium® Annual, Volume I*/46 (elemental, vermin).

Concluding the Adventure

If the PCs successfully rescue Eok, a story award of 1,000 XP is recommended. If they failed but made a valiant effort, the DM might wish to award 500 XP.

If the PCs become aware of Milo's deception but still manage to negotiate a deal between the wizard and the ogre for Eok's safe release, they should receive the full story award plus the experience they would have earned from killing Gaid (1,400 XP).

Another adventure could involve the hag-sisters returning to the woods, seeking revenge against the wild elves. If the PCs possess the *hag-eye,* the hags become aware of it when the party travels within 10 miles of their lair. Ω

Nodwick
by Aaron Williams
THE MIGHTY ADVENTURERS YEAGAR, ARTAX, AND PIFFANY HAD FORGED ALLIANCES IN THE UNDERDARK...
THEIR RAG-TAG BAND HAD GROWN INTO A FORCE THAT THE GHOUL KINGDOM WOULD COME TO FEAR.
AN ARMY OF DREAMS... OF LIGHT...
OF HOPE!
I HOPE WE DON'T FIND ANY MORE STUFF!
I HOPE WE FALL IN A PIT!
I HOPE I'LL GET EATEN BY A MONSTER!